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NOVEMBER 2, 1984

VOLUME 7 #44/84

OSC BULLETIN

1984)
Management Studies
of Toronto

The Ontario Securities Commission administers the Securities Act of Ontario (R.S.O. 1980, c. 466) and the Commodity Futures Act of Ontario (R.S.O. 1980, c. 78).

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THE ONTARIO SECURITIES COMMISSION

OSC BULLETIN

VOLUME 7 #44/84

NOVEMBER 2, 1984

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CHAPTER 1

NOTICES/PRESS RELEASES

1.1 ORDER IN COUNCIL

1.1.1 MALCOLM A. TASCHEREAU

On the recommendation of the undersigned, the Lieutenant Governor, by and with the advice and concurrence of the Executive Council, orders that

Pursuant to the provisions of the Securities Act,

Malcolm A. Taschereau, Willowdale

be appointed a member of the Ontario Securities Commission for a period of two years, effective from the 26th day of October, 1984, to the 25th day of October, 1986.

October 26, 1984.

"William Davis" "George R. McCague"

"John B. Aird"

1.2 O.S.C. STAFF POSITION AVAILABLE

REGISTRATION SUPERVISOR
(AM-15)
(SCHEDULE 6)
$27,591 - 32,439
(Open)

Position:

Required by the Ministry of Consumer and Commercial Relations, Ontario Securities Commission, Registration Branch. You will supervise, plan, direct and coordinate the activities of a competent registration staff; provide recommendations and interpretations on development or intent of the Ontario Securities Act and Regulations thereunder; act for the deputy director during adsences; provide guidance by ruling on contentious problems or sensitive issues.

Qualifications:

Proven administrative and supervisory experience; thorough knowledge of the securities industry; knowledge of the Securities Act and Regulations; ability to recommend legislative changes; strong organizational and analytical skills; proven effective communication skills; ability to deal effectively with staff and the public; possessing a certificate from the Canadian Securities Course a definite asset.

Please submit resume/application by November 26, 1984, to:

File No. CR190

Ministry of Consumer and
Commercial Relations,
Personnel Services Branch,
10 Wellesley St., East
7th Floor
Toronto, Ontario M7A 2J6

1.3 OSC SECURITIES INDUSTRY REVIEW

ONTARIO SECURITIES COMMISSION
SECURITIES INDUSTRY REVIEW

By press release dated October 11, 1984, the Commission announced that it had rescheduled the date for commencement of its public meeting with persons who wish to discuss with the Commission issues relating to the Commission's study into the structure of the securities industry from November 5 to November 19. The Commission also released a timetable with the following dates:

October 26	Deadline for advising Commission counsel of desire to make oral submissions at meeting
November 5	Deadline for receipt of written submissions
November 6	Meeting with participants on time allocation and procedures for public meeting; release of bound volume of written submissions
November 9	Memorandum re schedule and procedures published in OSC Bulletin
November 14	OSC staff submission released
November 19	Meeting begins

The meeting concerning time allocations and procedures with the persons who have indicated their desire to participate in the public meeting has now been set for 10:00 a.m. on November 6 at the Harry S. Bray Hearing Room, Suite 1800, 20 Queen Street West. Those unable to attend are invited to contact Commission counsel, Edward Waitzer (869-5587) or John Stransman (869-5626). In anticipation of that meeting, the following reflects the Commission's views as to procedures to be adopted in connection with the public meeting.

The purpose of the public meeting is to aid the Commission in gathering information for use in its review process. As such, the Commission does not intend to adopt procedures for the public meeting that are customary where there are actual decisions being made or where the procedures are otherwise adversarial in nature. The Commission is eager to encourage widespread participation in its process. The goal of the Commission is to obtain as much information as is practicable to aid in the formulation of policy while, at the same time, ensuring that the time of participants is utilized effectively. In this regard, the following procedures are proposed.

Up to three weeks, commencing November 19, have been reserved for the public meeting. It is proposed that on or before November 6 those persons desiring to make a statement at the meeting will notify the Commission counsel of their time requirements. In addition, they will notify Commission counsel of their availability during the three week period. Commission counsel will then prepare and publish a schedule of appearances at the meeting and, in doing so, will attempt to accommodate the schedules of participants.

Transcripts of the public meeting will be maintained in the event that participants are prepared to contribute to the cost thereof. This will assist

those who may be unable to attend throughout the public meeting to keep abreast of the proceedings.

As indicated above, the purpose of the meeting is to gather information as part of the legislative process. The procedural format proposed is a recognition of both that purpose, the policy aspects of the subject of the meeting and the expertise of the Commission. The Commission is proposing a flexible procedure to encourage widespread participation and expedite the process. By reason of the nature of the process, the Commission does not propose to consider itself bound by the ordinary rules of evidence nor to adopt other court procedures. In particular, the Commission does not propose to allow participants or their counsel the right to cross-examine. Those who present submissions will not be required to take an oath or otherwise affirm and, subject to time restrictions, may present information to the Commission in whatever manner is felt most appropriate. The Commission and its counsel reserve the right to ask questions during the course of such submissions. All participants may reserve a portion of their allotted time to reply to statements made by others during the course of the meeting. It is hoped that this process will provide the Commission with the means of determining the relative merits of the various positions advanced. In addition, all participants will be afforded the opportunity to prepare final written submissions within a reasonable time period (to be specified) following the conclusion of the public meeting.

Contact: Peter J. Dey
(416) 963-0211

1.4 BLANKET RULINGS AND ORDERS

SUMMARY OF OSC BLANKET RULINGS AND ORDERS

The following insert is a summary of the OSC blanket rulings and orders made under the Securities Act and Commodity Futures Act up to November 1, 1984.

SUMMARY OF OSC BLANKET RULINGS AND ORDERS

Under the Securities Act and the Commodity Futures Act

(to November 1, 1984)

1. Subject: The first trade in a security acquired under subclause 71(1)(f)(iii) of the Securities Act where the right was distributed under a prospectus.

   (i) Ruling and Order dated June 20, 1984 ((1984), 7 OSCB 2680).

   Summary: Exempts from section 52 of the Securities Act the first trade in a security previously acquired by the vendor pursuant to a subclause 71(1)(f)(iii) exemption where, in respect of the right to purchase, convert or exchange, the issuer has filed a prospectus and obtained a receipt therefor. Revokes ruling dated December 22, 1982, (1982), 4 OSCB 406B.

2. Subject: The Prompt Offering Qualification System (OSC Policy 5.6), securities exchange take-over bids and secondary offerings.

   (i) Order dated February 3, 1984 ((1984), 7 OSCB 580).

   Summary: Rescinds and replaces order of December 16, 1982, (1982), 4 OSCB 425B, and provides that the requirements under section 52 of the Securities Act as to form and content of a preliminary prospectus and a prospectus shall not apply to distributions of securities effected in compliance with OSC Policy 5.6.

3. Subject: A proposal of The Toronto Stock Exchange to foster capital formation for junior resource and industrial enterprises.

   (i) Ruling & Order dated October 4, 1984 ((1984), 7 OSCB 4173).

   Summary: Revokes and replaces ruling of February 24, 1983, (1983) 5 OSCB 161B, and provides that the requirements under section 52 of the Securities Act as to form and content of a preliminary prospectus shall not apply to distributions of securities effected in compliance with the policy statement of The Toronto Stock Exchange dated August, 1984

entitled "Statement of Policy Regarding Distributions through the Facilities of The Toronto Stock Exchange by Exchange Offer Prospectus".

4. Subject: Dividend reinvestment and stock dividend plans.

(i) Ruling dated October 27, 1983 ((1983) 6 OSCB 3737).

Summary: Replaces and expands upon a ruling dated March 18, 1982, (1982), 4 OSCB 511E, which exempted certain trades made pursuant to dividend reinvestment and share purchase plans from the application of sections 24 and 52 of the Securities Act, subject to certain conditions.

5. Subject: Distribution by mutual funds of additional units pursuant to a reinvestment plan.

(i) Ruling dated May 11, 1983 ((1983), 6 OSCB 1078).

Summary: Exempts from the application of sections 24 and 52 of the Securities Act trades in shares or units of mutual funds made to shareholders or unitholders who wish the dividends or distributions of income or capital gains attributable to their shares or units to be automatically reinvested in additional shares on units.

6. Subject: Reporting requirements of reporting issuers.

(i) Order dated April 10, 1980 ((1982),3 OSCB 524E).

Summary: Exempts certain reporting issuers incorporated outside of Ontario from certain of the reporting requirements of the Act.

(ii) Addendum Order dated April 10, 1980 ((1982), 4 OSCB 531E).

Summary: Expands upon main order of same date.

(iii) Amending Order dated April 27, 1984 ((1984), 7 OSCB 1913).

Summary: Replaces paragraph 10 of initial order of April 10, 1980 to remove an inconsistency between OSC Policies 7.1 and 1.3 with respect to the requirement to send financial statements to the holders of non-voting securities.

(iv) Amending Order dated July 24, 1984 ((1984), 7 OSCB 3247).

Summary: Amends initial order of April 10, 1980 to provide that reporting issuers under the Act and the Quebec Act or the U.S. Securities Exchange Act of 1934 that file financial statements with the Commission are exempt from the requirement of concurrent delivery, subject to certain conditions.

7. Subject: Hold periods and the first trade in a convertible security.

(i) Ruling dated October 7, 1983 ((1983),6 OSCB 3256).

Summary: Exempts the first trade in a "Convertible Security" (as defined therein) from section 52 of the Securities Act, subject to certain conditions.

Note: Page 3257 of (1983), 6 OSCB was replaced by (1983), 6 OSCB 3479.

(ii) Order dated October 19, 1983 ((1983), 6 OSCB 3508).

Summary: Amends and reinstates ruling of October 7, 1983.

Comment: This order was interpreted in Re Lochiel Explorations Ltd., (1984), 7 OSCB 292.

8. Subject: Registration of order execution access dealers.

(i) Order dated January 10, 1984 ((1984), 7 OSCB 458).

Summary: Renders inapplicable the exemption set out in paragraph 34(1) 11 of the Securities Act to an institution which provides, and which actively promotes or markets, an order execution access service.

(ii) Order dated February 10, 1984 ((1984),7 OSCB 1520).

Summary: Assigns to the Director all the powers vested in the Commission by section 93 of the Regulation to enable the Director to process applications for registration as an order execution access dealer.

9. Subject: Trades in options to directors or senior officers.

(i) Ruling dated February 24, 1984 ((1984), 7 OSCB 993).

Summary: Exempts from the application of sections 24 and 52 of the Securities Act trades made by an issuer in an option to a senior officer or director (the "optionee") of the issuer or of an affiliate of the issuer, or to a personal holding company controlled by such optionee, subject to certain conditions.

(ii) Ruling dated June 28, 1984 ((1984), 7 OSCB 2876).

Summary: Exempts from section 52 of the Securities Act a trade in a security previously acquired under an exemption contained in subparagraph 71(1)(h)(i) or paragraphs 71(1)(i) or 71(1)(n) or in a security previously acquired under the above ruling dated February 24, 1984, subject to certain conditions.

10. Subject: Strip Bonds

(i) Ruling: dated September 25, 1984 ((1984), 7 OSCB 4097)

Summary: Exempts from sections 24 and 52 of the Securities Act Strip Bonds provided they are traded in compliance with OSC Policy 1.6 on Strip Bonds made concurrently with the ruling in which the OSC requires delivery of an approved information document to all first-time purchasers and advises that it will in the future deny the exemptions for Government securities to trades of Strip Bonds not in compliance with Policy 1.6.

11. Subject: There are a number of rulings and orders relating to trades in certain commodity futures contracts, commodity futures options, options on actual commodities and securities with respect to specified products made on certain specified exchanges. These orders are summarized below.

a. Winnipeg Commodity Exchange.

(i) Order dated August 24, 1979 (Director's order).

Summary: Accepts for trading the form of the commodity futures contracts traded on the Winnipeg Commodity Exchange with respect to domestic feed wheat, domestic feed oats, domestic feed barley, rye, flaxseed, rapeseed, centum gold and standard gold, and commodity futures options for domestic feed wheat, domestic feed oats, domestic feed barley, rye, flaxseed, rapeseed and gold (call option only).

(ii) Order dated May 28, 1980 (Director's order).

Summary: Accepts for trading the form of the Winnipeg Commodity Exchange's commodity futures contracts on 3-month Government of Canada Treasury Bills and Government of Canada Long-Term Bonds, subject to certain conditions.

(iii) Order dated March 15, 1983 with effect from January 30, 1981 (Director's order).

Summary: Accepts for trading the form of the commodity futures contract on silver traded on the Winnipeg Commodity Exchange.

(iv) Order Dated February 8, 1983 ((1983), 5 OSCB 91B) (Director's order).

Summary: Accepts for trading the form of the Alberta Domestic Feed Barley Futures Contract traded on the Winnipeg Commodity Exchange.

b. Commodity Futures Exchanges situated Offshore North America including the London Metal Exchange.

(i) Order dated January 3, 1980. ((1980), 4 OSCB 7).

Summary: Exempts trades by and with registered futures commission merchants in contracts to be entered into on offshore exchanges from section 33 of the Commodity Futures Act and sections 24 and 52 of the Securities Act.

(ii) Order dated January 26, 1984 with effect from January 3, 1980 ((1984), 7 OSCB 995).

Summary: Varies order of January 3, 1980, (1980), 4 OSCB 7, to extend the subject exemptions to trades by and with registered futures commission merchants in contracts made either in the Ring of the London Metal Exchange ("LME") or with a subscriber authorized to deal in the said Ring and expressed to be subject to the LME Rules and Regulations and made on LME Contract terms.

c. Montreal Exchange

(i) Order dated August 25, 1980.

Summary: Exempts from section 33 of the the Commodity Futures Act and sections 24 and 52 of the Securities Act trades by and with dealers registered under the Commodity Futures Act in contracts to be entered into on the Montreal Exchange.

(ii) Ruling dated April 29, 1983 ((1983), 605CB 1074).

Summary: Exempts from sections 24 and 52 of the Securities Act trades in Precious Metal Certificates listed and executed on the Montreal Exchange, subject to certain conditions including a condition that such trades be effected through a dealer under the Securities Act or a futures commission merchant under the Commodity Futures Act.

d. U.S.A. Exchanges.

(i) Order dated October 26, 1984 with effect from October 2, 1984 ((1984), 7 OSCB 4576).

Summary: Exempts from section 33 of the Commodity Futures Act and sections 24 and 52 of the Securities Act trades by any person or company in commodity futures contracts and commodity futures options entered into on CFTC designated exchanges. As a result of the designation by the Lieutenant Governor in Council of certain interests as commodities pursuant to section 65.5 of the Commodity Futures Act (Ontario Regulation 622/84), all Cash Settlement Index Contracts, Options on Cash Settlement Index Contracts and Cash Settlement Futures Contracts and Options on Cash Settlement Futures Contracts fall within the ambit of the Commodity Futures Act. This order revokes the order dated August 3, 1983, (1983), 6 OSCB 3032, regarding these products.

e. Toronto Futures Exchange

(i) Order dated October 26, 1984 with effect from October 2, 1984 ((1984), 7 OSCB 4579) (Director's order).

Summary: Accepts for trading the form of the commodity futures contract based on the TSE "300" Composite Index (the TSE "300" Index Futures Contract) traded on The Toronto Futures Exchange. Replaces Commission orders dated October 21, 1983, (1983), 6 OSCB 3739, and January 10, 1984, (1984) 7 OSCB 145, and Director's order dated January 10, 1984, (1984), 7 OSCB 150, which orders were revoked by Commission order dated October 26, 1984, (1984), 7 OSCB 4578. This order and the Commission revocation of the earlier orders were necessitated by the designation by the Lieutenant Governor in Council of certain interests as commodities pursuant to section 65.5 of the Commodity Futures Act (Ontario Regulation 622/84).

(ii) Order dated January 10, 1984 ((1984), 7 OSCB 149) (Director's order).

Summary: Accepts for trading the form of the commodity futures contracts for 91-day Government of Canada Treasury Bills and Government of Canada Long-Term Bonds.

(iii) Order dated June 1, 1984 ((1984), 7 OSCB 2578) (Director's order).

Summary: Accepts for trading the form of the commodity futures contract on U.S. dollars.

f. Recognized Options cleared through Recognized Clearing Organizations.

(i) Order dated June 22, 1984 ((1984), 7 OSCB 2684) made effective from October 30, 1984 by notice dated October 26, 1984 ((1984), 7 OSCB 4490, 4497).

Summary: This order exempts from sections 24 and 52 of the Securities Act trades in Recognized Options cleared through Recognized Clearing Organizations subject to certain conditions respecting registration, compliance, proficiency and disclosure. The order lists the Recognized Clearing Organizations, Recognized Options and Recognized Self-Regulatory Organizations

and defines Recognized Dealers and Hedgers for purposes of the order. This order rationalizes a number of earlier orders which had been issued on a case by case basis and had exempted from sections 24 and 52 of the Securities Act certain options traded on specified exchanges and cleared through specified clearing organizations. This rationalization order revokes the earlier orders of the Commission as enumerated therein as and from November 30, 1984.

12. Subject: Trades by floor-traders.

(i) Order: dated January 10, 1984 ((1984), 7 OSCB 143).

Summary: Exempts from section 22 of the Commodity Futures Act trades made on the floor of the TFE by registered floor traders in compliance with TFE requirements.

13. Subject: Summary descriptions of contract specifications and trading rules with respect to commodity futures contracts traded on the TFE.

(i) Order dated January 10, 1984 ((1984), 7 OSCB 148) (Director's order).

Summary: Exempts the TFE from subsection 37(1) of the Commodity Futues Act and exempts registered dealers and advisers from subsection 40(2) of the said Act provided they make available, upon request, a summary description of contract specifications and trading rules.

14. Subject: Segregation and use of funds by futures commission merchants.

(i) Order: dated January 10, 1984 ((1984), 7 OSCB 138).

Summary: Exempts TFE members who are registered as futures commission merchants under the Commodity Futures Act from subsections 46(1) and 46(4) of the said Act which pertain to the segregation and use of funds.

CHAPTER 2

DECISIONS, ORDERS AND RULINGS

2.1 PATHFINDER FINANCIAL CORPORATION

IN THE MATTER OF THE SECURITIES ACT,
R. S. O. 1980, CHAPTER 466
AND
IN THE MATTER OF PATHFINDER FINANCIAL CORPORATION
AND NORMAN GARY VAN NEST

RULING
(Section 73)

UPON the application of Norman Gary Van Nest (the "Applicant") and Pathfinder Financial Corporation (the "Issuer") to the Ontario Securities Commission (the "Commission") for a ruling pursuant to section 73 of the Securities Act, R. S. O. 1980, chapter 466 (the "Act") that the proposed distribution by the Applicant of all or part of 100,000 shares without nominal or par value in the capital of the Issuer will be exempt from the provisions of sections 24 and 52 of the Act;

AND UPON reading the application and recommendations of the staff of the Commission;

AND UPON it being represented that:

1. the Issuer is a corporation continued under the federal laws of Canada;

2. the Issuer is a reporting issuer under the Act and has been a reporting issuer since September 2, 1983;

3. the Issuer is a reporting issuer under the Securities Act (British Columbia) and has been a reporting issuer thereunder since March 14, 1969;

4. the shares of the Issuer are listed and posted for trading on the Toronto Stock Exchange and the Vancouver Stock Exchange;

5. the Issuer is not in default of any requirement of the Act or the Regulation made thereunder;

6. the Applicant is the beneficial owner of 1,853,000 shares of the Issuer, which represents approximately 40% of the issued and outstanding shares of the Issuer, and, as such, is a person referred to in paragraph 1(1)11.(iii) of the Act;

7. the said 1,853,000 shares of the Issuer which are beneficially owned by the Applicant are owned of record by:

Van Nest Management Corporation	1,733,333	shares
Dellview Holdings Ltd.	33,000	shares
NGVN Investment Corporation	20,000	shares
445234 Ontario Limited	40,000	shares
RRSP No. 98670B	26,667	shares

8. the sale of the said 100,000 shares of the Issuer will not materially affect control of the Issuer;

9. the Applicant has requested and obtained a determination under section 55 of the Securities Act (British Columbia) that the trading in all or part of the said 100,000 shares of the Issuer by the Applicant will not be in the course of distribution to the public, provided such trades are made through the facilities of the Vancouver Stock Exchange only during the 60-day period commencing September 13, 1984;

AND UPON the Commission being satisfied that in the circumstances of this particular case there is adequate justification for granting this ruling;

AND UPON the Commission being satisfied that to grant this ruling would not be prejudicial to the public interest;

IT IS RULED pursuant to subsection 73(1) of the Act that the proposed distribution by the Applicant of all or part of 100,000 shares of the Issuer is not subject to sections 24 and 52 of the Act, provided that:

1. The proposed distribution is made through the facilities of the Vancouver Stock Exchange;

2. The Applicant files with the Commission and the Vancouver Stock Exchange at least seven days and not more than fourteen days prior to the first trade made to carry out the proposed distribution:

   (a) a notice of intention to sell in the form prescribed by the Regulation under the Act disclosing particulars of the control position, the number of securities to be sold and their method of distribution: and

   (b) a declaration signed by the Applicant as at a date not more than 24 hours prior to its filing and prepared and executed in accordance with the Regulation and containing the certificate required by paragraph B of subsection 71(7)(b)(i) of the Act; and

   (c) files within three days after the completion of any trade a report of the trade in the form prescribed under Part XX of the Act;

3. The Notice required to be filed under paragraph 2(a) above and the declaration required to be filed under paragraph 2(b) above shall be renewed and filed at the end of 60 days after the

original date of filing and thereafter at the end of each 28-day period so long a any of the securities specified under the original notice have not been sold or until notice has been filed that the securities so specified or any part thereof are no longer for sale;

4. No unusual effort is made to prepare the market or to create a demand for the securities and no extraordinary commission or other consideration is made in respect of the proposed distribution.

October 24, 1984.

"R. J. Kane" "Charles Salter"

2.2 COMMODITY FUTURES CONTRACTS & OPTIONS ON USA EXCHANGES

IN THE MATTER OF THE COMMODITY FUTURES ACT
R.S.O. 1980, CHAPTER 78

AND

IN THE MATTER OF THE SECURITIES ACT
R.S.O. 1980, CHAPTER 466

AND

IN THE MATTER OF TRADING IN COMMODITY FUTURES CONTRACTS
AND COMMODITY FUTURES OPTIONS ENTERED INTO ON
COMMODITY FUTURES EXCHANGES IN THE
UNITED STATES OF AMERICA

ORDER
(Sections 38 and 66, Commodity Futures Act)
(Sections 73 and 140, Securities Act)

WHEREAS by Order dated the 3rd day of August, 1983, which Order appeared in the OSC Bulletin of 23 September 1983, at pages 3032-3035, the Ontario Securities Commission (the "Commission") did rule that trades by any persons or companies in commodity futures contracts and commodity futures options entered into on commodity futures exchanges designated by the C.F.T.C. as contract markets under the Commodity Exchange Act are not subject to section 33 of the Commodity Futures Act (the "CFA"), or to sections 24 or 52 of the Securities Act (the "SA"), and that trades by any persons or companies in Cash Settlement Index Contracts, Options on Cash Settlement Index Contracts, and Cash Settlement Futures Contracts, are not subject to sections 24 or 52 of the SA, subject to the provisoes therein set forth (the "3 August 1983 Order");

AND WHEREAS the Lieutenant Governor in Council has designated certain interests as commodities pursuant to section 65.5 of the CFA, being Ontario Regulation 622/84;

AND UPON the Commission being satisfied that to do so would not be prejudicial to the public interest;

IT IS ORDERED that the 3 August 1983 Order is hereby revoked as and from the 2nd day of October, 1984;

AND IT IS FURTHER ORDERED that trades by any persons or companies in commodity futures contracts and commodity futures options entered into on commodity futures exchanges designated by the C.F.T.C. as contract markets under the Commodity Exchange Act not be subject to section 33 of the CFA, or sections 24 or 52 of the SA;

AND IT IS FURTHER ORDERED that the Commission may, where in its opinion to do so would be in the public interest, make an order on such terms and conditions as it may impose revoking or varying this order as it pertains to any commodity futures exchange or to any commodity futures contract, or commodity futures option;

AND IT IS FURTHER ORDERED that this Order shall be effective as and from the 2nd day of October, 1984.

October 26th, 1984.

"E. S. Miles" "A. T. Holland"

2.3 THE TORONTO FUTURES EXCHANGE

IN THE MATTER OF THE SECURITIES ACT
R.S.O. 1980, CHAPTER 466

AND

IN THE MATTER OF THE TORONTO FUTURES EXCHANGE

ORDER
(Section 140)

WHEREAS by Order dated the 21st day of October 1983, which Order appeared in the OSC Bulletin of 4 November 1983, at pages 3739-3740, the Ontario Securities Commission (the "Commission") did rule that trades in the TSE "300" Index Futures Contract are not subject to sections 24 or 52 of the Securities Act (the "Act"), subject to the provisoes therein set forth (the "21 October 1983 Order");

AND WHEREAS by Order dated the 10th day of January, 1984, which Order appeared in the OSC Bulletin of 13 January 1984, at page 145, the Commission did amend the 21 October 1983 Order (the "10 January 1984 Commission Order");

AND WHEREAS one of the conditions of the 21 October 1983 Order was that:

(a) the Director under the Commodity Futures Act, R.S.O. 1980, c.78 (the "CFA"), is satisfied with the by-laws and rules of the Exchange relating to the TSE "300" Index Futures Contract and has accepted the form of the TSE "300" Index Futures Contract taking into account the matters referred to in section 36 of the CFA;

AND WHEREAS the Director under the Commodity Futures Act issued an Order pursuant to the said condition (a) dated the 10th day of January, 1984, which Order appeared in the OSC Bulletin of 13 January 1984, at page 150 (the "10 January 1984 Director's Order");

AND WHEREAS the Lietenant Governor in Council has designated certain interests as commodities pursuant to section 65.5 of the Commodity Futures Act, R.S.O. 1980, c.78 being Ontario Regulation 622/84;

AND UPON the Commission being satisfied that to do so would not be prejudicial to the public interest;

IT IS ORDERED that the 21 October 1983 Order and the 10 January 1984 Commission Order are hereby revoked as and from the 2nd day of October, 1984, and further, that the 10 January 1984 Director's Order is no longer of any force and effect as and from the 2nd day of October 1984.

October 26th, 1984.

"E. S. Miles" "A. T. Holland"

2.4 THE TORONTO FUTURES EXCHANGE

IN THE MATTER OF THE COMMODITY FUTURES ACT
R.S.O. 1980, CHAPTER 78

AND

IN THE MATTER OF THE TORONTO FUTURES EXCHANGE

ORDER
(Section 36)

UPON application being made to the Deputy Director, Commodity Futures (the "Deputy Director"), of the Ontario Securities Commission (the "Commission") by The Toronto Futures Exchange (the "Exchange") pursuant to section 36 of the Commodity Futures Act (the "Act") for acceptance of the form of a proposed commodity futures contract based on the TSE "300" Composite Index (the "TSE "300" Index Futures Contract") to be traded on the Exchange;

AND UPON the Exchange being registered as of the 10th day of January 1984, by the Commision under section 19 of the Act;

AND UPON the Exchange having filed copies of all current contract terms and conditions with respect to the said TSE "300" Index Futures Contract to be traded on the Exchange;

AND UPON the Deputy Director in making his decision taking into account the criteria in clauses (a) to (c) of subsection 1 of section 36;

AND UPON the Deputy Director being satisfied that to do so would not be prejudicial to the public interest;

IT IS ORDERED that the form of the said TSE "300" Index Futures Contract is hereby accepted by the Deputy Director as and from the 2nd day of October, 1984.

October 26th, 1984.

"David D. Walters"

2.5 LA SOCIETE EN COMMANDITE AIGUEBELLE 1982

IN THE MATTER OF THE SECURITIES ACT,
R.S.O. 1980, CHAPTER 466

AND

IN THE MATTER OF LA SOCIETE EN COMMANDITE AIGUEBELLE 1982

ORDER
(Section 79(b)(iii))

WHEREAS LA SOCIETE EN COMMANDITE AIGUEBELLE 1982 (the "Partnership") is a limited partnership pursuant to the Partnership Act Quebec;

AND WHEREAS the Partnership has made an application to the Ontario Securities Commission (the "Commission") for an order pursuant to section 79(b)(iii) of the Securities Act, R.S.O. 1980, c.466 (the "Act");

AND WHEREAS the Commission is of the opinion that to grant this order would not be prejudicial to the public interest and is satisfied in the circumstances of this particular case that there is adequate justification for so doing;

IT IS ORDERED pursuant to section 79(b)(iii) of the Act that the Partnership be and hereby is exempted from the requirement to file pursuant to section 76 and from the requirement to send pursuant to section 78 of the Act, interim financial statements for each of the Partnership's financial years provided that:

1. This exemption shall be approved at the next annual meeting of security holders of the Issuer by a majority of the security holders entitled to vote thereat and the result of such vote shall be reported to the Commission in writing within ten business days of the meeting;

2. This exemption shall terminate forthwith after the occurrence of a material change in the affairs of the Partnership unless the Commission is satisfied that the exemption should continue.

October 26th, 1984.

"E. S. Miles" "A. T. Holland"

2.6 SEABRIGHT RESOURCEES INC.

Headnote

Section 73 - Ruling that section 52 does not apply on grounds of compassion.

IN THE MATTER OF THE SECURITIES ACT,
R. S. O. 1980, CHAPTER 466

AND

IN THE MATTER OF JOHN J. NOKE

AND

IN THE MATTER OF SEABRIGHT RESOURCES INC.

RULING
(Section 73)

UPON the application of John J. Noke ("Noke") to the Ontario Securities Commission (the "Commission") pursuant to section 73 of the Securities Act, R. S. O. 1980, chapter 466 (the "Act") for a ruling in respect of trades in 50,000 Class A shares of Seabright Resources ("Seabright") held by him;

AND UPON reading the application and recommendation of the staff of the Commission;

AND UPON Noke having represented to the Commission that:

A. Seabright, a corporation incorporated under the Canada Business Corporations Act, became a reporting issuer on July 27, 1984, when the Director of the Commission issued a receipt for a prospectus of Seabright dated July 27, 1984;

B. The Class A shares of Seabright, of which 3,647,404 are issued and outstanding, were listed on The Toronto Stock Exchange on August 27, 1984.

C. Noke bought 25,000 Class A shares of Seabright on June 29, 1981, and a further 25,000 on January 27, 1983, for a total holding of 50,000 Class A shares of Seabright;

D. Noke has no relationship with Seabright save that of a shareholder;

E. The first trade in Noke's Class A shares of Seabright, if made prior to July 28, 1985, would be a distribution; F. Due to illness, Noke has been unable to work;

AND UPON being satisfied that to rule as requested would not be contrary to the public interest;

IT IS RULED, pursuant to section 73(1) of the Act, that section 52 of the Act does not apply to the first trade of any of Noke's Class A shares, provided that

1. No unusual effort is made to prepare the market or create a demand for Noke's Class A shares, and no extraordinary consideration is paid in respect of the trade; and

2. The trade is not a distribution as defined in subparagraph (iii) of paragraph 11 of subsection (i) of section 1 of the Act.

October 22, 1984.

"R. J. Kane" "Charles Salter"

2.7 CLARENDON APARTMENTS (1963) LIMITED

IN THE MATTER OF THE SECURITIES ACT,
R.S.O. 1980, CHAPTER 466

AND

IN THE MATTER OF CLARENDON APARTMENTS (1963) LIMITED

ORDER
(Section 79(b)(iii))

UPON the application of CLARENDON APARTMENTS (1963) LIMITED (the "Issuer"), a company incorporated under the laws of Ontario, to the Ontario Securities Commission (the "Commission") for an order pursuant to section 79(b)(iii) of the Securities Act, R.S.O. 1980, c.466, (the "Act") and Commission Policy 2.6 exempting the Issuer from the requirements of sections 76 and 78 of the Act;

AND UPON being satisfied that to do so would not be prejudicial to the public interest and that in the circumstances of this particular case there is adequate justification for so doing;

IT IS ORDERED pursuant to section 79(b)(iii) of the Act that the Issuer be and hereby is exempted from the requirement to file pursuant to section 76 and from the requirement to send pursuant to section 78 of the Act, interim financial statements provided that:

1. This exemption shall be approved at the next annual meeting of security holders of the Issuer by a majority of the security holders entitled to vote thereat and the result of such vote shall be reported to the Commission in writing within ten business days of the meeting;

2. This exemption shall terminate forthwith after the occurrence of a material change in the affairs of the Issuer unless the Commission is satisfied that the exemption should continue.

October 26th, 1984.

"A. T. Holland" "R. J. Kane"

2.8 SED SYSTEMS INC. AND SED RESEARCH LIMITED

Headnote

Section 140 - Variation in distribution period as represented to the Commission in recitals to previous ruling.

IN THE MATTER OF THE SECURITIES ACT,
R. S. O. 1980, CHAPTER 466

AND

IN THE MATTER OF SED SYSTEMS INC. AND SED RESEARCH LIMITED

ORDER
(Section 140)

UPON the application of SED Systems Inc. ("SED") and SED Research Limited ("SRL") to the Ontario Securities Commission (the "Commission") for an order pursuant to section 140 of the Securities Act, R. S. O. 1980, chapter 466 (the "Act") varying the ruling of the Commission dated August 10, 1984 in respect of the distribution of Units by SED and SRL pursuant to the exemptions from sections 24 and 52 of the Act set forth in clause 34(1)5 and clause 71(1)(d) of the Act and the subsequent trade of SRL Preferred Shares constituting part of the Unit to SED (the "Prior Ruling") to extend the period of distribution of the Units referred to in the recitals of the Prior Ruling;

AND UPON being satisfied that to so order is not prejudicial to the public interest;

NOW THEREFORE IT IS ORDERED that the Prior Ruling be varied as follows:

1. Paragraph 3 of the recitals of the Prior Ruling is amended by deleting "September 28, 1984" and substituting "December 31, 1984" in reference to the period for distribution of the Units.

October 29, 1984.

"Charles Salter" "E. S. Miles"

2.9 DEGALO DEVELOPMENTS LIMITED

Headnote

Section 73 - Trade by shareholder to other shareholders of an issuer pursuant to the provisions of a unanimous shareholders'agreement is not subject to sections 24 and 52 of the Act provided first trade is subject to subsection 71(4) of the Act.

IN THE MATTER OF THE SECURITIES ACT,
R. S. O. 1980, CHAPTER 466

AND

IN THE MATTER OF 512111 ONTARIO LIMITED

RULING
(Section 73)

UPON the application of Degalo Developments Limited ("Degalo") to the Ontario Securities Commission (the "Commission") pursuant to section 73 of the Securities Act, R. S. O. 1980, chapter 466 (the "Act") for a ruling that trades in shares of 512111 Ontario Limited (the "Issuer") to shareholders of the Issuer pursuant to the provisions of a unanimous shareholders' agreement are not subject to sections 24 and 52 of the Act;

AND UPON Degalo having represented to the Commission that;

1. The Issuer is an Ontario corporation formed for the purpose of acquiring all except one of the partnership interests of the partners of a partnership known as East Woodbridge Developments:

2. The Issuer is not a reporting Issuer under the Act and it is not a private company under the Act; however, it has the attributes of a private company;

3. Degalo proposes to sell approximately 34% of its shares of the Issuer representing approximately 2.8% of the outstanding shares of the Issuer to other shareholders of the Issuer pursuant to the provisions of a unanimous shareholders' agreement;

AND UPON the Commission being satisfied that to so rule would not be prejudicial to the public interest;

NOW THEREFORE IT IS RULED pursuant to subsection 73(1) of the Act that the trades by Degalo to other shareholders of the Issuer are not subject to sections 24 and 52 of the Act provided that the first trades in the shares of the Issuer which are the subject of this ruling shall be subject to the provisions of subsection 71(4) of the Act as if the shares had been acquired pursuant to an exemption referred to in subsection 71(4) of the Act.

October 29, 1984.

"Charles Salter" "E. S. Miles"

2.10 SED SYSTEMS INC. AND SED RESEARCH LIMITED

Headnote

Section 73 - Trade in units consisting of preferred shares of subsidiary and certificates of parent representing the right to acquire common shares of the parent in exchange for the preferred shares of the subsidiary to directors or officers is not subject to sections 24 and 52. Distribution of preferred shares of subsidiary to the parent company by investors in exchange for common shares of parent is not subject to sections 24 and 52. First trade in the preferred shares is subject to the provisions of subsection 71(4) unless such trade is in exchange for common shares of the parent upon the exercise of the rights and the first trade in the common shares is subject to the provisions of subsection 71(4) of the Act.

IN THE MATTER OF THE SECURITIES ACT,
R.S.O. 1980, CHAPTER 466

AND

IN THE MATTER OF SED SYSTEMS INC. AND SED RESEARCH LIMITED

RULING
(Section 73)

UPON the application of SED Systems Inc. ("SED") and SED Research Limited ("SRL") to the Ontario Securities Commission (the "Commission") for a ruling pursuant to section 73 of the Securities Act, R.S.O. 1980, chapter 466 (the "Act") that the proposed issuance of units (the "Units") to directors or officers of SED or SRL residing in Ontario, each Unit consisting of one preferred share of SRL (the "SRL Preferred Share") and one right (the "SED Exchange Certificate") to purchase Class A common shares of SED (the "SED Common Shares") is not subject to sections 24 and 52 of the Act and that the trade of SRL Preferred Shares to SED upon the exercise of the SED Exchange Certificates to acquire SED Common Shares is not subject to sections 24 and 52 of the Act.

AND UPON SED and SRL having represented to the Commission that:

1. SED is a Saskatchewan corporation and a reporting issuer under the Act;

2. SRL is a Saskatchewan corporation which is, as of August 31, 1984, a wholly-owned subsidiary of SED, and which is not a reporting issuer under the Act;

3. SED and SRL propose to issue on or before December 31, 1984, units (the "Units") each consisting of one preferred share of SRL (the "SRL Preferred Shares") and one SED Exchange Certificate at a price of $4.00 per Unit to directors, officers and employees of SED or SRL who reside in the Province of Ontario;

4. The entire acquisition cost of the Units is attributable to the SRL Preferred Shares and no portion thereof is attributable to the SED Exchange Certificates;

5. The distribution of the Units to employees resident in Ontario is made pursuant to the exemptions from sections 24 and 52 of the Act set forth in clause 34(1)19 and clause 71(1)(n) of the Act, but such exemption is not available with respect to distributions to directors or officers who are not employees;

6. The SED Exchange Certificate represents a right entitling the holder to acquire one SED Common Share in exchange for one SRL Preferred Share, subject to adjustments provided in the indenture, after September 31, 1984, and before April 1, 1989;

7. Each investor will be provided with an offering memorandum describing the business and affairs of both SED and SRL and including a contractual right of action which reasonably corresponds to the rights provided in section 126 of the Act applicable to a prospectus;

8. The Commission granted a similar ruling dated August 10, 1984 pursuant to subsection 73(1) of the Act with respect to Units distributed to Ontario investors pursuant to the exemptions from sections 24 and 52 of the Act set forth in clause 34(1)5 and clause 71(1)(d) of the Act;

AND UPON the Commission being satisfied that to so rule would not be prejudicial to the public interest;

NOW THEREFORE IT IS RULED pursuant to subsection 73(1) of the Act that:

1. The distribution of Units to directors or officers of SED or SRL resident in Ontario is not subject to sections 24 and 52 of the Act provided that:

   (a) The directors and officers who purchase Units pursuant to this ruling shall not be induced to purchase by expectation of employment or continued employment;

   (b) Except as otherwise provided by this ruling, the first trades in the Units, SRL Preferred Shares and SED Exchange Certificates shall be made in accordance with the provisions of subsection 71(5) of the Act; and

2. The trade of SRL Preferred Shares to SED by directors, officers or employees of SED or SRL, to whom the Units have been distributed pursuant to this ruling or the exemption set forth in clause 71(1)(n) of the Act, upon exercise of the SED Exchange Certificate to acquire SED Common shares is not subject to Sections 24 and 52 of the Act, provided that:

(c) The first trade in the SED Common Shares acquired pursuant to the exercise of the SED Exchange Certificate shall be subject to the provisions of subsection 71(4) of the Act as if the SED Common Shares had been acquired pursuant to an exemption referred to in subsection 71(4) of the Act.

October 29, 1984.

"Charles Salter" "E. S. Miles"

CHAPTER 3

REASONS: DECISIONS, ORDERS, RULINGS (NIL)

THERE IS NO MATERIAL FOR THIS CHAPTER

IN THIS ISSUE

CHAPTER 4

CEASE TRADING ORDERS - SECTION 123

4.1 TEMPORARY CEASE TRADING ORDERS

4.1.1 THE DOMINION LIFE ASSURANCE COMPANY

IN THE MATTER OF THE SECURITIES ACT,
R.S.O. 1980, CHAPTER 466

AND

IN THE MATTER OF THE DOMINION LIFE ASSURANCE COMPANY

TEMPORARY ORDER
(Section 123(3))

UPON the Ontario Securities Commission (the "Commission") being of the opinion that it is in the public interest to make this order;

AND UPON the Commission being requested by The Dominion Life Assurance Company (the "Company") to impose a cease trade order with respect to trading in the securities of the Company pending a news release;

IT IS ORDERED pursuant to subsection 123(3) of the Securities Act, R.S.O. 1980, c.466 that all trading in securities of the Company shall cease and that this order shall remain in full force and effect pending receipt by the Commission of satisfactory information as to the distribution of a news release by the Company.

October 29th, 1984.

"Peter J. Dey" "Charles Salter"

4.1.2 TELESCAN TECHNOLOGIES INC.

TELESCAN TECHNOLOGIES INC.

Temporary cease trading order issued October 26, 1984, for failure to make statutory filings. Statutory hearing November 9, 1984, at 10:00 a.m.

4.2 RESCINDING ORDERS

4.2.1 LOUISBURG PROPERTY HOLDINGS LIMITED

LOUISBURG PROPERTY HOLDINGS LIMITED

The cease trading order dated June 7, 1984, and continued June 21, 1984, was rescinded October 25, 1984, the company being now up to date with its filings.

4.2.2 THE DOMINION LIFE ASSURANCE COMPANY

IN THE MATTER OF THE SECURITIES ACT,
R.S.O. 1980, CHAPTER 466

AND

IN THE MATTER OF THE DOMINION LIFE ASSURANCE COMPANY

REVOKING ORDER
(Section 140)

UPON the Ontario Securities Commission (the "Commission"), at the request of The Dominion Life Assurance Company (the "Company"), having made an Order pursuant to section 123 of the Securities Act, R.S.O. 1980, c.466 (the "Act") dated October 29th, 1984, that all trading in securities of the Company shall cease pending receipt by the Commission of satisfactory information as to the distribution of a news release by the Company;

AND UPON the Company having now released information satisfactory to the Commission;

IT IS ORDERED pursuant to the provisions of section 140 of the Act that the Order dated October 29, 1984 be and is hereby revoked.

October 30th, 1984.

"Peter J. Dey" "Charles Salter"

CORRECTION

Please note that the cease trading order with respect to BOUNDARYVIEW PLACE LIMITED PARTNERSHIP dated October 4, 1984 was extended as of October 18, 1984 and NOT rescinded, as earlier reported.

4.3 EXTENDING CEASE TRADING ORDERS

4.3.1 BOUNDARYVIEW PLACE LIMITED PARTNERSHIP

BOUNDARYVIEW PLACE LIMITED PARTNERSHIP

The cease trading order dated October 4, 1984, was continued October 18, 1984, pending the company complying with Part XVII of the Securities Act.

4.3.2 SHELTER FILMS LTD./IF YOU COULD SEE WHAT I HEAR

SHELTER FILMS LTD. - IF YOU COULD SEE WHAT I HEAR

The cease trading order dated October 11, 1984, was continued October 25, 1984, pending the company complying with Part XVII of the Securities Act.

4.3.3 SHELTER FILMS LTD./MATT AND JENNY

SHELTER FILMS LTD. - MATT AND JENNY

The cease trading order dated October 12, 1984, was continued October 26, 1984, pending the company complying with Part XVII of the Securities Act.

4.3.4 LUNEL ENTERPRISES INC.

LUNEL ENTERPRISES INC.

The cease trading order dated October 12, 1984, was continued October 26, 1984, pending the company complying with Part XVII of the Securities Act.

4.3.5 NATIONAL IRRON RESOURCES LIMITED

4.3.6 SILKNIT LIMITED

4.3.7 WAYFAIR EXPLORATIONS LIMITED

NATIONAL IRRON RESOURCES LIMITED
SILKNIT LIMITED
WAYFAIR EXPLORATIONS LIMITED

The cease trading order dated October 16, 1984, with respect to each company was continued October 30, 1984, pending each company complying with Part XVII of the Securities Act.

4.3.8 BLYTHWOOD CONSOLIDATED RESOURCES LTD.

4.3.9 PALM SPRINGS SQUARE LIMITED PARTNERSHIP

BLYTHWOOD CONSOLIDATED RESOURCES LTD.
PALM SPRINGS SQUARE LIMITED PARTNERSHIP

The cease trading order dated October 17, 1984, with respect to each company was continued October 31, 1984, pending each company complying with Part XVII of the Securities Act.

CHAPTER 5

POLICIES (NIL)

THERE IS NO MATERIAL FOR THIS CHAPTER

IN THIS ISSUE

CHAPTER 6

REQUESTS FOR COMMENTS (NIL)

THERE IS NO MATERIAL FOR THIS CHAPTER

IN THIS ISSUE

CHAPTER 7

INSIDER TRADING REPORTS

EXPLANATORY NOTES

Information contained in this section has been summarized from insider reports filed with the Commission.

The name of the issuer is followed by a brief description of the class of security, the name of the person or company reporting and his or its relationship to the issuer. If a person has an indirect interest in the securities reported, e.g.,through holding companies, affiliate companies, partnerships, trusts or other entities, this is shown. Symbols are used in the column "Transaction and Ownership Symbol" to indicate the nature of ownership i.e., direct or indirect. Similarly, the character of transactions is indicated provided the transactions are other than a purchase or sale. (See guide to symbols below):

GUIDE TO SYMBOLS

RELATIONSHIP (appearing after the name reported)

"B"	- Beneficial Owner (direct or indirect)of equity shares of a reporting issuer carrying more than 10% of the voting rights attached to all equity shares of the reporting issuer outstanding.
"D"	- Director of principal reporting issuer.
"DI"	- Director of an issuer or a reporting issuer which is an insider or subsidiary of the principal reporting issuer.
"K"	- Exercises control or direction (direct or indirect) of equity shares of a reporting issuer carrying more than 10% of the voting rights attached to all equity shares of the reporting issuer.
"S"	- Senior Officer of principal reporting issuer.
"SI"	- Senior Officer of an issuer or a reporting issuer which is an insider or subsidiary of the principal reporting issuer.

NATURE OF OWNERSHIP

No Symbol - Securities are beneficially owned directly.

Symbol #1 - The reporting person or company beneficially owns and/or has control or direction over securities which are held by a company, associate, partnership, trust or other entity.

CHARACTER OF TRANSACTION

No Symbol	- purchase or sale	"M"	- internal
"A"	- bequest or inheritance	"Q"	- qualifying shares
"C"	- compensation	"R"	- redeemed (called, matured)
"E"	- exchange or conversion	"T"	- stock dividend
"F"	- exercise of rights, etc.	"V"	- stock split
"G"	- gift	"X"	- exercise of option
"IR"	- initial report	"Z"	- distribution

*Returned for reconciliation purposes.

REPORTING ISSUER	INSIDER	SECURITY	REL'N	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
AMCA INTERNATIONAL LIMITED	Barclay, Kenneth S.	Common	DS					
	In Trust			Sep/84	1		50000	50000
	Family			--	1			500
	Stevenson, Frank J.		S	Sep/84			20000	20000
	Family			--	1			1120
ACCESS BANKING NETWORK INC.	Royal Trust Corporation of Canada in Trust For Account No. 104983	Common	B	--	IR			789992
ALCAN ALUMINUM LIMITED	Davis, Nathanael V.	Common	DS	Sep/84	T	187		48267
	Trust			--	1			29852
	Wife			--	1			2536
	Hale, John H.		D	Aug/84	X	7500		
				Sep/84	T	90		8013
ALTEX RESOURCES LTD	Disturnal, Richard C.	Common	DB					
	Indirect Holdings			Oct/84	1		8000	982057
	Hanna, Kenneth G.		D	--				5000
	Tara Investments Ltd.			Oct/84	1	90870		185870
AMAX INC.	Willoughby, Rodney E.	Securities	D	--	IR			---
AMERADA HESS CORPORATION	Maher, John E.	Common	S	Sep/84			600	1500
ARGCEN HOLDINGS INC.	Conrad, J. C.	Common	SI	--	IR			3766
	Flewelling, Walter B.		SI	--	IR			100
	McCreight, Jack T.		SI	--	IR			150
	Willett, John R.		SI	--	IR			100
ATLANTIC RICHFIELD COMPANY	Edwards, Howard L.	Common	S	--				383
	Savings Plan			Oct/84	1		1482	---
	Heinze, Harold C.		S					
	Accumulation Plan			--	IR1			209
	Savings Plan			--	IR1			1311
	Minor Son			--	IR1			30
	Employee Stock Ownership Plan			--	IR1			714
ATLAS YELLOWKNIFE RESOURCES LIMITED	Manley, Michael W.	Common	D	Oct/84		10000		108740

REPORTING ISSUER	INSIDER	SECURITY	REL'N	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
ATLAS YELLOWKNIFE RESOURCES LIMITED (Continued)	Manley, Michael W.	Common	D					
	Challisbury Developments Limited			--	1			160000
BP CANADA INC.	Kirkby, Maurice A.	Common	DS	Oct/84		1000		2000
BANK OF ALBERTA	Allard, Charles A.	Common	D					
	Cathton Holdings Ltd. "Amendment to Oct. 19, 1984 Bulletin"			Oct/84	1	2000		69500
BANK OF NOVA SCOTIA, THE	Bell, John A. G.	Common	DS	Oct/84		3000		25000
	Tattrie, Gordon L.		S					
	Wife			Oct/84	1		104	1696
BARBECON INC.	Murphy, David K.	Class A	S	1984			4300	45500
BEARCAT EXPLORATIONS LTD.	Blumenthal, Andrew F.	Common	D	--	IR			1500
	Clark Jr., Joseph B.	Securities	D	--	IR			---
BLUESKY OIL & GAS LTD.	Christopeit, Ulrich Amended	Common	D	Jul/84			21032	3500
BRAMALEA LIMITED	Ptak, David	Common	S	--				1805
	Share Purchase Plans			Sep/84	1	526		29661
	Son			--	1			200
BREAKWATER RESOURCES LTD.	McRae, Douglas E.	Common	DS	--				18000
	Macrim Investment Corp			Sep/84	1		10000	132200
BRITISH AMERICAN BANK NOTE INC.	Bell Canada Enterprises Inc.	Common	B	--	IR			2587914
BRITISH COLUMBIA TELEPHONE COMPANY	GTE Corporation	Ordinary	B					
	Anglo-Canadian Telephone Co.			Oct/84	T 1	24787		17608220
	GTE International Inc.			--	1			4401316
CCB MORTGAGE INVESTMENT CORPORATION	Emer, Morris	Common	D	--	IR			52
	Morin, G. Majella	Securities	S	--	IR			---
	Rendell, Timothy H.	Common	D					
	RRSP			--	IR1			500
	Wachell, Wayne		D	--	IR			52

REPORTING ISSUER	INSIDER	SECURITY	REL'N	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
CAE INDUSTRIES LTD.	Fraser, Charles H.	Common	S	Aug/84			900	---
CB PAK INC.	Echenberg, Paul S.	Warrants	S	Jul/84		2000		7750
CABRE EXPLORATION LTD	Ward, Howard R.	Common	D	Oct/84			1000	3341
CADILLAC FAIRVIEW CORPORATION LIMITED, THE	Rothschild, Marvin J.	Common	S	Oct/84			15009	49147
CALAIS RESOURCES LTD.	Financial Trustco Capital Ltd.	Common	B	Oct/84		1611000		1611000
	Financial Trust Company			Sep/84	1	15500		
				Oct/84	1	10000		2959500
CAMEL OIL & GAS LTD	LoVecchio, Sal J.	Common	D	May/84		2000		2000
CANADA TUNGSTEN MINING CORPORATION LIMITED	Crowhurst, John J.	Common	D					
	Granduc Mines Limited			--	IR1			5300
	Dome Mines Limited		B	Oct/84		2500		1008495
	Foreman, James H.		DS	May/84		200		
				Jun/84		500		1000
CANADIAN OCCIDENTAL PETROLEUM LTD.	Irani, Ray R.	Securities	D	--	IR			---
CANADIAN TIRE CORPORATION LIMITED	Setnor, Barry	Class A	S	Aug/84		4706		42672
CARLYLE ENERGY LTD.	Douglas, Bryce W.	Common	D	Oct/84		2000		12500
CHARTER OIL COMPANY LIMITED	Hall, Martin	Common	DS	--	IR			6000
CINEPLEX CORPORATION	Drabinsky, Garth H.	Common	DS	Oct/84		484999		896509
	Tiberius Film Corporation			Oct/84	1		22440	---
	Gottlieb, Myron I.		DS	Oct/84		485000'		675343
	Beneficially			Oct/84	1		13200	237961
	Gottlieb, Myron I.	Preference	DS	Oct/84		100000		100000
CINDY MAE RESOURCES INC.	Steel Investments Limited	Common	B	Oct/84			71667	285333
COLOR YOUR WORLD, INC.	Color Tile, Inc.	Common	B	--	IR			1411766
COMBINED INTERNATIONAL CORPORATION	Powell H. Robert	Common	S	Oct/84	X	1054		19255

REPORTING ISSUER	INSIDER	SECURITY	REL'N	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
CONSOLIDATED-BATHURST INC.	Desmarais, Paul	Series A Common	D	Aug/84	V	3		6
	Power Corp. of Canada			Aug/84	V 1	8949715		17899430
	Duns, Bartley G.		S					
	Montreal Trust Co.			Sep/84	V 1	3000		6000
CONSUMERS' GAS COMPANY LTD., THE	Harris, William B.	Series A Pfd.	D	Aug/84		1000		2000
COPCONDA-YORK RESOURCES INC.	Deacon, Donald C.	Common	D	May/84			2000	5000
	Cam-Deac Investments Ltd.			May/84	1	2000		2000
DASHER RESOURCES LTD.	Elora Corporation	Common	B	--	IR			750000
		Warrants		--	IR			750000
DATEL INDUSTRIES INC.	Barbeau, Jacques G.	Common	D	Sep/84			13333	26667
	Amended							
	Connaghan, Charles J.		D	--	IR			96600
	Lindsay, Thomas B.		DSB	--	IR			192800
	Lintact Resources Ltd.			--	IR1			247200
DATACROWN INC.	Danobeitia, Jose A.	Common	SI	Sep/84	E		2000	---
DENISON MINES LIMITED	Barnes, Keith H.	Class A	S					
	RRSP			Sep/84	1		90	---
DICKENSON MINES LIMITED	White, H. Vance	Class B	D	Mar/84			3000	26768
				Mar/84		3000		3171
DOMINION STORES LIMITED	Conrad, J. C.	Common	SI	Aug/84	E		3766	---
	McCreight, Jack T.		SI	Aug/84	E		150	---
	Willett, John R.		SI	Aug/84	E		100	---
DOMINION TEXTILE INC.	Weir, Stephen J.	Common	S	Sep/84			500	500
DONOHUE INC	Rolland, Lucien G.	Common	S					
	Stock Plan			Oct/84	V 1	300		600
E-L FINANCIAL CORPORATION LIMITED	Gooderham, Peter S.	Preferred	D	Oct/84		725		13000
ECHO BAY MINES LTD.	Azlant, John L.	Common	S	--	IR			2000

REPORTING ISSUER	INSIDER	SECURITY	REL'N	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
ECHO BAY MINES LTD. (Continued)	Tamblyn, Hugh F.	Common	S	--				77
	Wife			Oct/84	1		300	---
GANE ENERGY CORPORATION LTD.	Northern Resources Ltd.	Common	B	Oct/84	F	3693980		17926252
GENERAL MOTORS CORPORATION	Brady, Charles J.	Common	S	--	IR			3262
	Savings Stock Purchase Program			--	IR1			618
GENESIS RESOURCES LTD.	D'Eath, John R.	Options	D	Mar/84		15000		15000
	Ingram, David L.		D	Mar/84		15000		15000
GENSTAR CORPORATION	Societe Generale De Belgique (S.G.B.) S.A.	Common	B	Sep/84	T	10259		1681453
	Indirect Holdings			Sep/84	T 1	9053		1453685
HELIX CIRCUITS INC	Tolnai, Peter B.	Warrants	SI	Jul/84			8000	
				Sep/84			5000	
				Oct/84		1000		9500
HIGHWOOD RESOURCES LTD.	Burstall, Victor F.	Common	DS	Sep/84		4615		7692
HOLMER GOLD MINES LIMITED	Sirola, D. Grant	Common	DS	Aug/84		3000		34000
	Amended							
IMASCO LIMITED	Ross, William J.	Common	DI	Sep/84			520	1507
	Share Purchase Plan			--	1			1834
INGLIS LIMITED	Whirlpool Corporation	Common	B	Oct/84		400		1166564
	Whirlpool International Bahamas, S.A.			--	1			1364616
	Merrill Lynch Canada			--	1			400
INSULITE EXPLORATIONS INC.	Kastner, William H.	Common	D	--	IR			1
INTERNATIONAL BY-PRODUCTS LIMITED	Armel Corporation	Common	B	Oct/84		38720		182405
IPSCO INC.	Phillips, Roger	Common	DS	Oct/84		1000		5000
KCP RESOURCES INC.	Scoon, Robert A.	Common	DS					
	Amended RRSP			Aug/84	1	23841		81576
LA VERENDRYE MANAGEMENT CORPORATION	Plante, Gilles	Class A	S	Oct/84		25		5018

REPORTING ISSUER	INSIDER	SECURITY	REL'N	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
LA VERENDRYE MANAGEMENT CORPORATION (Continued)	Plante, Gilles	Class A	S					
	In Trust			--	1			1500
LAMBDA MERCANTILE CORPORATION	Litwin, Fred A.	Common	DS	--				29505
	First Corporate Equity Ltd.			Oct/84	1		20750	1184515
LANPAR TECHNOLOGIES INC.	Crombie, C. D.	Common	S	Oct/84			200	9638
	RRSP			--	1			1000
LUMAX OIL & GAS INC.	Phillips, Glen A.	Common	DS	--	IR			5000
LUMONICS INC.	Noranda Inc.	Common	B					
	Noranda Enterprises Limited			Oct/84	1	100000		183000
MCDONALD'S CORPORATION	Biever, Edwin P.	Common	S	Sep/84	V	1008		3025
	Gray, Gordon C.		D	Aug/84	V	1125		1125
	Merrill Lynch			Aug/84	V 1	500		750
	Greenberg, Jack M.		DS	Sep/84	V	876		2629
	Pearl, Carleton D.		S	Sep/84	V	13		40
MERIDIAN TECHNOLOGIES INC.	Watt, Hugh T.	Common	D	--				5000
	Moducomp Inc.			Sep/84	1	15000		15000
MERLAND EXPLORATIONS LIMITED	Svarich, Terrance D.	Common	S	Sep/84		1144		12421
	RRSP			--	1			1646
MIDLAND DOHERTY FINANCIAL CORPORATION	Kennedy, John E.	Common	S	Sep/84	M		1000	2000
	Wife			Sep/84	M 1	1000		1000
	McLennan, Alexander N.		S	Jul/84			2000	258
	Vivash, John A.		DS	Aug/84			500	
				Sep/84			1000	9500
MITEL CORPORATION	Gnat, Albert	Securities	D	--	IR			---
	Kirkland, Lester	Convertible Preferred Series C	S	Sep/84		29400		29400

REPORTING ISSUER	INSIDER	SECURITY	REL'N	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
MITEL CORPORATION (Continued)	Mackie, James	Convertible Preferred Series C	S	Sep/84		10200		10200
	Tuxford, Anthony		S	Sep/84		18200		18200
NABISCO BRANDS, INC.	Powell, Harold F.	Common	S	--	IR			8047
	Wright, Raymond F.		S	--	IR			508
	Joint Tenancy with Wife			--	IR1			810
NATIONAL SEA PRODUCTS LIMITED	Smith, Benjamin C.	Common	S	Oct/84		660		2705
	Children			Oct/84	1	540		1740
	Smith, Benjamin C.	Second Pref.	S	Oct/84		11		11
	Children			Oct/84	1	9		9
NATIONAL VICTORIA AND GREY TRUSTCO LIMITED, THE	McLaughlin, Everett R.S.	Common	D	--	IR			4314
	Warren, Douglas R.		D	Sep/84		27		2510
NORMICK PERRON, INC.	Burrows, Frederick R.	Common	S	Sep/84		50		325
	Geoffrion Leclerc Inc.			--	1			7535
	Thibault, Raymond		S	Oct/84		75		300
	Geoffrion Leclerc Inc.			--	1			4911
NORTHWEST DRUG COMPANY LIMITED	Barsoumian, Sam	Common	D	Oct/84			5000	---
	Salman, Terrance K.		D	--	IR			100
NOVA, AN ALBERTA CORPORATION	Shelton, Eric H.	Common	S	Oct/84			700	2180
NOVA SCOTIA SAVINGS & LOAN COMPANY	Piercey, George C.	10 1/4% Pref.	DS	Aug/84	R		500	---
OPAWICA EXPLORATIONS INC.	Foster, David J.	Common	DSB	--	IR			1
	Sumtra Diversified Inc.			--	IR1			350000
	Durham Securities Corporation Limited			--	IR1			165000
	Randall-Shawn Investments Limited			--	IR1			30300
	Foster, David J.	Option	DSB	--	IR			20000

REPORTING ISSUER	INSIDER	SECURITY	REL'N	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
OSHAWA GROUP LIMITED, THE	Wolfe, Jack B.	Class A	DSB	Sep/84		1860		
	Amended			Sep/84			50000	223871
	Owned By Owl Realty Limited			Sep/84	1	226		41691
PAN AMERICAN MINERALS CORPORATION	Sanders, Kenneth G.	Securities	D	--	IR			---
PARAMOUNT RESOURCES LTD.	Harris, Kenneth A.	Common	D	Oct/84		3329		7895
	Riddell, Clayton H.		B	Oct/84		18620		62895
	RRSP			--	1			16000
	Paramount Oil & Gas Ltd.			--	1			2124000
	Sinclair, Robert M.		D	Oct/84		2415		5253
PEGASUS GOLD INC.	Crowhurst, John J.	Securities	D	--	IR			---
	Kutney, Peter R.	Common	D	--	IR			41145
PELANGIO-LARDER MINES LIMITED	Hibbard, Maurice	Common	B	1984		50000		
				Sep/84		3000		114000
	Ingamar			--	1			335961
	Ingex Holding			--	1			17000
PENN WEST PETROLEUM LTD.	McNeill, James D.	Common	D	--				199480
	Stream-Flo Resources Ltd.			--	1			388862
	Stream-Flo Industries Ltd.			Apr/84	1	400000		466312
	Sparrow, Ronald G.		S	Sep/84			4500	38987
POCO PETROLEUMS LTD	Galvin, Edward A.	Warrants	DS	Sep/84			2900	32100
PONY SPORTING GOODS LIMITED	311474 Alberta Ltd.	Common	B	Oct/84			7618000	---
	Warrington Inc.		B					
	Warrington Products Inc			--	IR1			7618000
PUISSANCE CORPORATION	Elder, Michael J.	Common	DS	Aug/84		16000		
				Sep/84		150000		
				Sep/84			94152	178848
QUAKER OATS COMPANY, THE	Kozitka, Richard E.	Common	S	Oct/84	G		23	487

REPORTING ISSUER	INSIDER	SECURITY	REL'N	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
QUAKER OATS COMPANY, THE (Continued)	Kozitka, Richard E.	Common	S					
	Son			--	1			470
	Daughter			--	1			469
	Wittmer, Donald G.		S	Oct/84	X	1800		2450
QUEBEC-TELEPHONE	DeSerres, Roger	Common	D	Oct/84	T	142		2843
	GTE Corporation		B					
	Anglo-Canadian Telephone Co.			Oct/84	1	49546		2553847
	Panet-Raymond, Bernard		S	Oct/84	T	16		840
QUINTERRA RESOURCES INC.	Keevil, Alan R.	Class B	D	--	IR			10260
RAILHEAD RESOURCES INC.	Colenutt, Patricia	Common	D	--	IR			1
	Hughes, William A.		D	--	IR			1
	Russell, William		D	--	IR			1
REA GOLD CORPORATION	MacLean, Elizabeth J.	Common	D	Aug/84			1800	11500
	Jam Ventures Inc.			--	1			1000
RIO ALTO EXPLORATION LTD.	Anderson, John C.	Common	DS	Oct/84		35000		56000
ROXY PETROLEUM LTD.	Hudson's Bay Company	Class B Common	B	--				10716872
	Amended Hudson's Bay Company Investments Limited			Mar/84	1	232796		
				Jun/84	1	131566		
				Sep/84	1	310360		11016053
ROYAL BANK OF CANADA, THE	Donald, Frederick Ward, Bruce	Common	S	Sep/84	T	424		
				Sep/84	T		100	1419
	Wife			1984	1	3		75
	Son			1984	1	1		35
	Utting, Robert A.	2nd Preferred	DS	Sep/84	E		1000	---
	Strawberry Investments Ltd.			Sep/84	E 1	1000		1000
	Utting, Robert A.	Common	DS	Sep/84	E		7500	
				1984	T	887		5210
	Strawberry Investments Ltd.			1984	T 1	419		9113

REPORTING ISSUER	INSIDER	SECURITY	REL'N	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
ROYAL BANK OF CANADA, THE (Continued)	Utting, Robert A.	Common	DS					
	Utting Family Trust			1984	T 1	419		1629
	Strawberry Investments Ltd.			Sep/84	E 1	7500		9113
	Wife			--	1			800
	Strawberry Investments Ltd.	Convertible Debentures		Oct/84	E 1		100000	150000
	Utting Family Trust			Oct/84	E 1	100000		300000
	Utting, Robert A.	Warrants	DS	Sep/84	E		6000	---
	Utting Family Trust			Sep/84	E 1	6000		8500
	Strawberry Investments Ltd.			Sep/84	1	5000		7500
ROYAL TRUSTCO LIMITED	MacDougall, Hartland M.	Class A Common	DS	--	IR			40000
RUPERTSLAND RESOURCES CO. LTD	Bonnycastle, Richard A.N.	Common	B					
	Cavendish Investing Ltd			1983-4	T 1	5023628		
				Feb/84	1		90000	10714439
ST. LAWRENCE CEMENT INC.	Bishop, Bruce J.	Class A Common	S	Aug/84			235	1413
	RRSP			--	1			415
SANTA'S VILLAGE LIMITED	Reid, George W.	Common	D	Sep/84		140		200
	Northern Planing Mills Co. Limited			Sep/84	1	1250		4250
STANDARD TRUSTCO LIMITED	O'Malley, Brian R.	Common	DS	Oct/84	X	28450		77119
	Dividend Reinvestment and Share Purchase Plan			Oct/84	1	10055		435153
STRATHCONA RESOURCE INDUSTRIES LTD.	Clarepine Developments Ltd.	Common	B	Jun/84		260000		9110242
	Dyer, Ella M.			--	IR			11000
				Sep/84			5500	5500
SYDNEY DEVELOPMENT CORPORATION	Haksi, Thomas A.	Common	S	Sep/84		6207		
				Sep/84			4067	12334
	Rekrutiak, Kenneth E.		S	Sep/84		7328		12103
	Roberts, Peter W.		S	Sep/84		6207		
				Sep/84			6000	6296
TENNECO INC.	Sapp, Walter W.	Common	S					
	Thrift Plan			Sep/84	1	77		2605

REPORTING ISSUER	INSIDER	SECURITY	REL'N	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
TOTAL PETROLEUM (NORTH AMERICA) LTD.	Kiggins, Gilbert M.	Warrants	S	Oct/84		3000		9000
TRADERS GROUP LIMITED	Arnott, Stanley D.	Common Class A	SI	--				400
	Son			Sep/84	1		100	100
TRANSALTA UTILITIES CORPORATION	Barry, Edward J.	Common	S	Oct/84	T	4		4
	Private Holding Company			Oct/84	T 1	70		3943
	Duncan, D'Arcy D.		D	1984	T	102		1479
	Ferguson, John T.		D					
	RRSP			1984	T 1	77		1113
	Gordon, Douglas J.		D	1984		26		375
	Howard, Albert W.		D	1984	T	4083		71336
	Madill, John W.		D	1984	T	45		648
	McCready, Kenneth F.		S	--				753
	RRSP			1984	1	60		862
	McKinnon, Francis A. R.		S	Oct/84	T	24		1322
	RRSP			Oct/84	T 1	1		34
	Pearson, Hugh J. S.		D	1984	T	124		2364
	RSP			Oct/84	T 1	31		589
	Investment Holding Company			--	1			19136
	Saponja, Walter		S	1984	T	112		815
	Schaefer, Harry G.		S	1984	T	196		3755
	Smith, Eustace W.		S	1984	T	17		243
	Williams, Marshall M.		DS	1984	T	326		4555
TRI-ARC ENERGY LIMITED	Deacon, Donald C.	Common	DI	May/84	M		3000	---
	Amended Cam-Deac Investments Ltd.			May/84	M 1	3000		
	Deacon, Donald C.		DI					
	Cam-Deac Investments Ltd.			Jul/84	1		30000	

REPORTING ISSUER	INSIDER	SECURITY	REL'N	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
TRI-ARC ENERGY LIMITED (Continued)	Deacon, Donald C.	Common	DI					
	Cam-Deac Investments Ltd.			Aug/84	1		10000	4000
TUT ENTERPRISES INC	Poulie, Henry	Common	S	--				53012
	Spouse			Sep/84	1		10000	15688
TWIN RICHFIELD OILS LTD.	Valentine, Roland T.	Preferred	DS	Oct/84		1500		5000
	Indirect Medium			--	1			3000
ULSTER PETROLEUMS LTD.	Ulster Petroleums Ltd.	Common		Oct/84		64200		
				Oct/84	R		64200	
				Oct/84		40300		
				Oct/84	R		40300	---
ULTRAMAR PLC.	Sundt, Robin C.	Ordinary	DI	Oct/84			3000	3000
VTL VENTURE EQUITIES LTD.	Litwin, Fred A.	Common	B	Oct/84			45000	1090526
				Oct/84			119000	971526
	Indirect Medium			--	1			1393906
VAN HORNE GOLD EXPLORATION INC.	Beach, Wayne G.	Common	DS	Oct/84	M		55000	1
	Hodge, Henry J.		DS					
	H.J. Hodge Incorporated			Oct/84	M 1		325433	---
	Moss Resources Ltd.		B	--	IR			502367
	Held in Escrow			--	IR1			100000
VANGUARD TRUST OF CANADA LIMITED	Baldwin, Phyllis	Common	DS	Oct/84		82		3700
	Bregman, Sidney		D	Oct/84		1346		11356
	Bregman Enterprises Limited			Oct/84	1	13385		63000
	Hemford Investments Limited			Oct/84	1	30000		50000
	600544 Ontario Limited			Oct/84	1	68980		68980
WALWYN INC	Davis, David	Common	SI	Oct/84		114		450
	Stodgell, Simeon J.		DI	Oct/84		233		1493
WARDAIR INTERNATIONAL LTD.	Province of Alberta Treasury Branches	Common	B	Oct/84			2000	
				Oct/84			800	
				Oct/84			2800	

REPORTING ISSUER	INSIDER	SECURITY	REL'N	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
WARDAIR INTERNATIONAL LTD. (Continued)	Province of Alberta Treasury Branches	Common	B	Oct/84			16000	
				Oct/84			2200	1260000
WARREN EXPLORATIONS LIMITED	Beacom, George G.	Options	D	Oct/84		100000		100000
	Cooke, Michael S. P.	Common	DS	Oct/84		500000		500000
	Ewens, Douglas S.	Options	D	Oct/84		100000		100000
	Tims, Michael J.		D	Oct/84		300000		300000
YORBEAU MINES INC.	Lister, Richard L.	Common	S	Oct/84			100000	---
YORK RESOURCES N.L.	Deacon, Donald C.	Common	DI	May/84	M		65200	---
	Cam-Deac Investments Ltd.			May/84	M 1	65200		100200

CHAPTER 8

NOTICES OF EXEMPT FINANCINGS

REPORTS OF TRADES SUBMITTED ON FORM 20
UNDER THE SECURITIES ACT 1980

TRANSACTION DATE	PURCHASER	SECURITY	PRICE	AMOUNT
Sep. 28, 1984	Wampole Inc.	B.T. POOLED BOND FUND - UNITS	$808,600	781,452 units
Oct. 29, 1984	C.M.P. 1984 Mineral Partnership and Company, Limited	BARRICK RESOURCES CORPORATION COMMON SHARES	168,462	74,872 shares
Oct. 09, 1984	Waruda Holdings Limited	BRASCAN LIMITED - CLASS D PREFERRED	500,000	20,000 shares
Oct. 22, 1984	C.M.P. 1984 Mineral Partnership and Company Limited	BRINCO LIMITED - COMMON SHARES	355,132	97,390 shares
Oct. 15, 1984	Mutual Life Assurance Company of Canada, The	CANADIAN PACIFIC LIMITED EVIDENCE OF INDEBTEDNESS	488,014	$488,014
Oct. 09, 1984	Waruda Holdings Limited	CARENA-BANCORP INC. CLASS A SERIES E PREFERRED	10,000,000	400,000 shares
Oct. 22, 1984	581345 Ontario Inc.	COLOR YOUR WORLD, INC. COMMON SHARES	7,760,500	456,500 shares
Oct. 24, 1984	Elora Corporation	DASHER RESOURCES LTD. - UNITS	150,000	750,000 units
Oct. 11, 1984	Carena-Bancorp Inc.	DEXLEIGH CORPORATION CLASS A SERIES A PREFERRED	5,000,000	2,000,000 shares
Oct. 11, 1984	Cartwright, Dennis H.	HUMBER PLACE - UNITS	132,559	1 units
Oct. 24, 1984	Succession Anne-Marie Beaudoin	IVACO INC. - $2.25 CUMULATIVE REDEEMABLE CONVERTIBLE SECOND PREFERRED SHARES, SERIES 3	112,500	4,500 shares
Oct. 10, 1984	Boddie, Charles A.	MARLBOROUGH COURT I - UNITS	127,596	1 units
"	Semoff, Michael	" "	224,551	2 units
Sep. 28, 1984	Bec International Corporation	NEWPORT PETROLEUMS LTD. 15% SERIES "B" DEBENTURES	500,000	$500,000

REPORTS OF TRADES SUBMITTED ON FORM 20
UNDER THE SECURITIES ACT 1980

TRANSACTION DATE	PURCHASER	SECURITY	PRICE	AMOUNT
Oct. 22, 1984	C.M.P. 1984 Mineral Partnership and Company, Limited	NORANDA INC. - COMMON SHARES	$1,699,974	50,347 shares
Oct. 19, 1984	Cultus Pacific N.L.	OILTEX INTERNATIONAL LTD. COMMON SHARES	55,235	24,549 shares
Oct. 23, 1984	Pic Resources Canada Ltd.	PETROLANTIC RESOURCES INC. COMMON SHARES	100,000	200,000 shares
Oct. 22, 1984	Quebec Sturgeon River Mines Limited	PHOENIX GOLD MINES LIMITED COMMON SHARES	243,938	162,625 shares
Oct. 22, 1984	Bay Copper Mines Limited	QUEENSTON GOLD MINES LIMITED UNITS	125,004	54,349 units
"	Conwest Exploration Company Limited	" "	525,347	228,412 units
Sep. 26, 1984	Cooperative Federee de Quebec	SEMI-TECH MICROELECTRONICS CORPORATION - SCIENTIFIC RESEARCH NOTE PAYABLE ON DEMAND	1,300,000	$747,500
Sep. 06, 1984	Yvon Dagenais and Associes Inc.	STAKE TECHNOLOGY LTD. SCIENTIFIC RESEARCH NOTE, PAYABLE ON DEMAND	250,000	$142,500
Oct. 22, 1984	581345 Ontario Inc.	TONECRAFT REALTY INC. COMMON SHARES	259,125	69,100 shares
"	581345 Ontario Inc.	" "	872,125	229,900 shares
Oct. 15, 1984	Prevex Holding Inxc.	VANGUARD TRUST OF CANADA LIMITED - COMMON SHARES	6,030,000	900,000 shares
Oct. 19, 1984	C.M.P. 1984 Mineral Partnership and Company, Limited	WESTMIN RESOURCES LIMITED COMMON SHARES	18,975	21,500 shares

RESALE OF SECURITIES

FORM - 21

DATE OF RESALE	DATE OF ORIG PURCHASE	SELLER	SECURITY	PRICE	AMOUNT
Oct. 10, 1984	Aug. 30, 1984	Lavalin Inc.	ARBOR CAPITAL RESOURCES COMMON SHARES	$48,000	6,000 shares
Oct. 11, 1984	"	"	"	40,000	5,000 "
Oct. 16, 1984	"	"	"	38,400	4,800 "
Oct. 22, 1984	"	"	"	4,800	600 "
Oct. 16, 1984	Dec. 16, 1983	Montreal Trust Company of Canada	CANADIAN TIRE CORPORATION LIMITED - CLASS A SHARES	102,375	9,000 shares
Oct. 10, 1984	Apr. 06, 1983	Royal Bank of Canada	DAON DEVELOPMENT CORP. COMMON SHARES	127,520	79,700 shares
Oct. 12, 1984	"	"	"	32,480	20,300 "
Oct. 15, 1984	Feb. 02, 1983	Canadian National Railway Company	UNION GAS LIMITED COMMON SHARES	70,400	6,400 shares
Oct. 16, 1984	"	"	"	122,100	11,100 "
Oct. 17, 1984	"	"	"	47,300	4,300 "
Oct. 18, 1984	"	"	"	227,700	20,700 "
Oct. 19, 1984	"	"	"	280,500	25,500 "

NOTICE OF INTENTION TO DISTRIBUTE SECURITIES PURSUANT TO SUBSECTION 7 OF SECTION 71

SELLER	SECURITY	AMOUNT
Counselling Foundation of Canada	BROULAN RESOURCES INC. - COMMON SHARES	178,600 shares
Helpert, Jack	BROWN MCDADE RESOURCES LTD. - COMMON SHARES	209,900 "
Pyke, Murray W.	COMAPLEX RESOURCES INTERNATIONAL LTD. COMMON SHARES	20,000 "
Houston, James E.	COMTECH GROUP INTERNATIONAL LTD. - COMMON SHARES	200,000 "
New Venture Equities Ltd.	MIKES SUBMARINES INC. - COMMON SHARES	23,500 "
Van Nest, Norman Gary	PATHFINDER FINANCIAL CORPORATION COMMON SHARES	100,000 "
Laudenslager, Arthur E.	PETROLANTIC RESOURCES INC. - COMMON SHARES	17,000 "
McLauchlin, William J.	"	17,000 "
Canurex Limited	PETROMET RESOURCES LIMITED - COMMON SHARES	12,000 "
Moses, Jeff	SOUTHWIND RESOURCE EXPLORATIONS LIMITED COMMON SHARES	20,000 "
Litwin, Fred A.	VTL VENTURE EQUITIES LTD. - COMMON SHARES	200,000 "
Litwin, Fred A., Indirectly through Lambda Mercantile Corporation	"	200,000 "
Lachance, Robert J.	WILSHIRE ENERGY RESOURCES INC. - COMMON SHARES	100,000 "

CHAPTER 9

TAKE-OVER BIDS, ISSUER BIDS

9.1 TAKE-OVER BIDS, ISSUER BIDS

9.1.1 NORTH CANADIAN OILS LIMITED

9.1.2 BANKENO MINES LIMITED

TAKE-OVER BIDS, ISSUER BIDS

VARIATION OF OFFER

NORTH CANADIAN OILS LIMITED
(OFFEROR)

BANKENO MINES LIMITED
(OFFEREE)

CHAPTER 10

CONTINUOUS DISCLOSURE FILINGS

Public Documents Filed with the Ontario Securities Commission

ISSUER	TITLE
512111 ONTARIO LTD.	PRIVATE PLACEMENTS
512111 ONTARIO LTD.	PRIVATE PLACEMENTS
584529 ONTARIO LIMITED	RULING/ORDER/REASONS
584529 ONTARIO LIMITED	RULING/ORDER/REASONS
585862 ONTARIO LIMITED	RULING/ORDER/REASONS
585862 ONTARIO LIMITED	RULING/ORDER/REASONS
585862 ONTARIO LIMITED	RULING/ORDER/REASONS
A.E. LEPAGE CAPITAL PROPERTIES	ACQUISITION REPORT
A.H.A. AUTOMOTIVE TECHNOLOGIES	CHANGE OF YEAR-END
A.H.A. AUTOMOTIVE TECHNOLOGIES	NOTICE OF REDEMPTION
ABITIBI RESOURCES LTD.	IFS 9 MN JE 30 84
ABITIBI-PRICE INC.	EXEMPT FIN. NOTICE
ADELINA RESOURCES LTD.	SHRHLDRS. MTNG. MAT.
AGASSIZ RESOURCES LTD.	CHANGE OF ADDRESS
AGF HITECH FUND LIMITED	PORTFOLIO UPDATE, TO
AGF MANAGEMENT LIMITED	CERTIF. OF MAILING
AGF MANAGEMENT LIMITED	LET. TO SHAREHOLDERS
AGF MONEY MARKET FUND	ANNUAL REPORT
AGRA INDUSTRIES LIMITED	PRESS RELEASE
AHED CORPORATION	CERTIF. OF MAILING
ALBANY CHARTER JOINT VENTURE 82/83	RULING/ORDER/REASONS
ALBERTA ENERGY COMPANY LTD.	PRESS RELEASE
ALBERTA ENERGY COMPANY LTD.	PRESS RELEASE
ALBERTA NATURAL GAS COMPANY LTD.	IFS 6 MN JE 30 84
ALBERTA NATURAL GAS COMPANY LTD.	CERTIF. OF MAILING
ALBERTA NATURAL GAS COMPANY LTD.	PRESS RELEASE
ALCAN ALUMINIUM LIMITED	PRESS RELEASE
ALCAN ALUMINIUM LIMITED	PRESS RELEASE
ALGOMA CENTRAL RAILWAY	PRESS RELEASE
ALLIED CORPORATION	10Q 6 MN JE 30 84
ALTAMIRA INCOME FUND	IFS 6 MN JE 30 84
ALTAMIRA INCOME FUND	IFS 9 MN SE 30 84
ALTEX RESOURCES LTD.	PRESS RELEASE
AMAX INC.	IFS 6 MN JE 30 84
AMCA INTERNATIONAL LIMITED	PRESS RELEASE
AMCA INTERNATIONAL LIMITED	PRELIM. PROSPECTUS
AMCA INTERNATIONAL LTD.	IFS 6 MN JE 30 84
AMERIC MINES LTD.	AUD. ANN. FIN. STMT.
AMERICAN EXPRESS COMPANY	EARNINGS FOR THIRD Q
AMERICAN GROWTH FUND LIMITED	IFS 6 MN JE 30 84
AMERICAN QUASAR PETROLEUM CO.	PRESS RELEASE
AMERICAN QUASAR PETROLEUM CO.	PRESS RELEASE
AMERICAN QUASAR PETROLEUM CO.	PRESS RELEASE
AMERICAN TELEPHONE AND TELEGRAPH COMPANY	IFS 6 MN JE 30 84
ANDAL CORP.	FORM 10K
ANDAL CORP.	10Q 3 MN MR 31 84
ANGLO-CANADIAN TELEPHONE COMPANY	IFS 6 MN JE 30 84
ARGUS CORPORATION LIMITED	IFS 6 MN JE 30 84

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Public Documents Filed with the Ontario Securities Commission

ISSUER	TITLE
ARGUS CORPORATION LIMITED	CERTIF. OF MAILING
ARIZONA SILVER CORPORATION	PRESS RELEASE
ASAMERA INC.	10Q 6 MN JE 30 84
ASBESTOS LLOYD MINES LIMITED	RULING/ORDER/REASONS
ASBESTOS LLOYD MINES LIMITED	APPLICATION
ASHLAND OIL INC.	IFS 9 MN JE 30 84
ASTRAL BELLEVUE PATHE INC.	IFS 6 MN AG 25 84
ATCO LTD.	PRESS RELEASE
ATLANTIC COAST COPPER CORPORATION	PURCHASE OF SHARES R
ATLANTIC RICHFIELD COMPANY	FORM 8-K, 12 MNS END
ATLAS YELLOWKNIFE RESOURCES LIMITED	T.S.E. MATERIAL
AUBET RESOURCES INC.	EXEMPT FIN. NOTICE
AUDAX GAS AND OIL LTD.	PRIVATE PLACEMENTS
AUGDOME CORPORATION LIMITED	PRESS RELEASE
AUGUSTA GROVE ESTATES LIMITED	PROSPECTUS
AVCO FINANCIAL SERVICES CANADA LIMITED	IFS 9 MN AG 31 84
BACHELOR LAKE GOLD MINES INC.	IFS 6 MN JE 30 84
BAKERTALC INC.	AMENDED INTERIMS
BANISTER CONTINENTAL LTD.	PRESS RELEASE
BANK OF NOVA SCOTIA	DIVIDEND NOTICE
BANKENO MINES LTD.	ANNUAL REPORT
BANKENO MINES LTD.	SHRHLDRS. MTNG. MAT.
BANKENO MINES LTD.	TAKEOVER/FORM 35
BANKENO MINES LTD.	CERTIF. OF MAILING
BANKENO MINES LTD.	TAKEOVER/FORM 35
BANKENO MINES LTD.	TAKEOVER/FORM 35
BANKENO MINES LTD.	LET. TO SHAREHOLDERS
BARRTOR AMERICAN FUND	IFS 6 MN JE 30 84
BARRTOR CANADIAN FUND	STATEMENT OF PORTFOL
BARRTOR CANADIAN FUND	LET. TO SHAREHOLDERS
BARYMIN EXPLORATIONS LIMITED	IFS 9 MN JL 31 84
BASIC RESOURCES INTERNATIONAL (BAHAMAS)	SHARES ISSUED FROM R
BATEMAN BAY MINING COMPANY INC.	IFS 3 MN JL 31 84
BATEMAN BAY MINING COMPANY INC.	LET. TO SHAREHOLDERS
BATHURST PAPER LIMITED	IFS 6 MN JE 30 84
BATON BROADCASTING INCORPORATED	DIVIDEND NOTICE
BC CENTRAL CREDIT UNION	IFS 9 MN SE 30 84
BEARCAT EXPLORATIONS LTD.	IFS 6 MN MY 31 84
BEARCAT EXPLORATIONS LTD.	PRESS RELEASE
BEAU CANADA EXPLORATION LTD.	IFS 6 MN JE 30 84
BELGIUM STANDARD LIMITED	IFS 9 MN SE 30 84
BELL CANADA	PRELIM. PROSPECTUS
BELL CANADA ENTERPRISES INC.	EXEMPT FIN. NOTICE
BELL CANADA ENTERPRISES INC.	DISTRIBUTION OF STOC
BELLS AND UTILITIES	CERTIF. OF MAILING
BENEFICIAL CANADA INC.	PRIVATE PLACEMENTS
BENEFICIAL CANADA INC.	RULING/ORDER/REASONS
BENEFICIAL CANADA INC.	APPLICATION

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BLACK GREGOR EXPLORATIONS LTD.	CERTIF. OF MAILING
BLACK PHOTO CORPORATION LIMITED	SHRHLDRS. MTNG. MAT.
BLACKDOME EXPLORATION LTD.	PRESS RELEASE
BLACKDOME EXPLORATION LTD.	T.S.E. MATERIAL
BLAKE RESOURCES LTD.	FORM 27-MAT. CHANGE
BORALEX INC.	TAKEOVER/FORM 35
BOUNDARYVIEW PLACE LIMITED PARTNERSHIP	IFS 6 MN JE 30 84
BOUNDARYVIEW PLACE LIMITED PARTNERSHIP	RULING/ORDER/REASONS
BOW VALLEY INDUSTRIES LTD.	10Q 6 MN JE 30 84
BOW VALLEY RESOURCE SERVICES LTD.	PRESS RELEASE
BP CANADA INC.	IFS 6 MN JE 30 84
BP CANADA INC.	CERTIF. OF MAILING
BRALORNE RESOURCES LIMITED	PRESS RELEASE
BRAMALEA LIMITED	PRIVATE PLACEMENTS
BRASCADE RESOURCES INC.	PRESS RELEASE
BRASCADE RESOURCES INC.	PRESS RELEASE
BRASCAN LIMITED	PRESS RELEASE
BRASCAN LIMITED	DIVIDEND NOTICE
BRASCAN LIMITED	PRIVATE PLACEMENTS
BRENDA MINES LIMITED	IFS 6 MN JE 30 84
BRENDA MINES LIMITED	CERTIF. OF MAILING
BRENDA MINES LIMITED	PRESS RELEASE
BRITISH COLUMBIA PACKERS LIMITED	T.S.E. MATERIAL
BRITISH COLUMBIA PACKERS LIMITED	TAKEOVER/FORM 35
BRITISH COLUMBIA TELEPHONE COMPANY	T.S.E. MATERIAL
BRITISH COLUMBIA TELEPHONE COMPANY	T.S.E. MATERIAL
BRITISH COLUMBIA TELEPHONE COMPANY	PROSPECTUS
BRITISH SILBAK PREMIER MINES LIMITED	CHANGE OF AUDITORS
BROULAN RESOURCES INC.	IFS 6 MN JE 30 84
BROULAN RESOURCES INC.	PRIVATE PLACEMENTS
BRUNEAU MINING CORPORATION (NPL)	IFS 9 MN SE 30 84
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BUDD CANADA INC.	PRESS RELEASE
CABLESHARE INC.	IFS 9 MN MY 31 84
CABLESHARE INC.	PRIVATE PLACEMENTS
CADILLAC FAIRVIEW CORPORATION LIMITED	CERTIF. OF MAILING
CADILLAC FAIRVIEW CORPORATION LIMITED	IFS 6 MN AG 31 84
CADILLAC FAIRVIEW CORPORATION LIMITED	CERTIF. OF MAILING
CAE INDUSTRIES LTD.	PRESS RELEASE
CAMBRIDGE SHOPPING CENTRES LIMITED	T.S.E. MATERIAL
CAMCHIB MINES INC.	CERTIF. OF MAILING
CAMPBELL RED LAKE MINES LIMITED	NOTIFICATION OF LATE
CAMPBELL RESOURCES INC.	PRIVATE PLACEMENTS
CAMPBELL RESOURCES INC.	ANNUAL REPORT
CAMPBELL RESOURCES INC.	CERTIF. OF MAILING
CAMPBELL RESOURCES INC.	SHRHLDRS. MTNG. MAT.
CAMPEAU CORPORATION	AUD. ANN. FIN. STMT.
CAMRECO INC.	T.S.E. MATERIAL

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ISSUER	TITLE
CAMRECO INC.	PRIVATE PLACEMENTS
CAMRECO INC.	PRESS RELEASE
CANADA MALTING CO. LIMITED	PRESS RELEASE
CANADA MALTING CO. LIMITED	DIVIDEND NOTICE
CANADA NORTHWEST ENERGY LIMITED	PRESS RELEASE
CANADA PERMANENT INCOME INVESTMENTS	CERTIF. OF MAILING
CANADA PERMANENT INCOME INVESTMENTS	IFS 9 MN SE 30 84
CANADA TUNGSTEN MINING CORPORATION	PRESS RELEASE
CANADA TUNGSTEN MINING CORPORATION	IFS 6 MN JE 30 84
CANADA TUNGSTEN MINING CORPORATION	CERTIF. OF MAILING
CANADEX RESOURCES LIMITED	FORM 27-MAT. CHANGE
CANADIAN ARROW MINES LIMITED	IFS 9 MN SE 30 84
CANADIAN CO-OPERATIVE CREDIT SOCIETY	IFS 9 MN SE 30 84
CANADIAN GENERAL ELECTRIC COMPANY	PRESS RELEASE
CANADIAN JOREX LIMITED	LET. TO SHAREHOLDERS
CANADIAN LENCOURT MINES LIMITED	IFS 6 MN JE 30 84
CANADIAN MANOIR INDUSTRIES LIMITED	PRESS RELEASE
CANADIAN NATIONAL RAILWAY COMPANY	PROSPECTUS
CANADIAN NATIONAL RAILWAY COMPANY	APPENDICES TO PRO.
CANADIAN OCCIDENTAL PETROLEUM LTD.	IFS 6 MN JE 30 84
CANADIAN PACIFIC ENTERPRISES LIMITED	IFS 6 MN JE 30 84
CANADIAN TIRE CORPORATION LIMITED	PRIVATE PLACEMENTS
CANADIAN TRUSTEED INCOME FUND	ANNUAL REPORT
CANADIAN WORLDWIDE ENERGY LIMITED	PRESS RELEASE
CANADIAN WORLDWIDE ENERGY LIMITED	PRESS RELEASE
CANADIAN WORLDWIDE ENERGY LIMITED	PRESS RELEASE
CANADIAN WORLDWIDE ENERGY LIMITED	PRESS RELEASE
CANALANDS RESOURCES CORPORATION	PRESS RELEASE
CANAMAX RESOURCES INC.	IFS 9 MN SE 30 84
CANFOR CORPORATION	IFS 6 MN JE 30 84
CANFOR CORPORATION	PRESS RELEASE
CANSHORE EXPLORATION LIMITED	IFS 6 MN JE 30 84
CAPITAL GROWTH FUND LIMITED	SIGNED ANNUAL REPORT
CAPITAL GROWTH FUND LIMITED	CERTIF. OF MAILING
CAPITAL GROWTH FUND LIMITED	SHRHLDRS. MTNG. MAT.
CARDAY URANIUM MINES INC.	RULING/ORDER/REASONS
CARENA-BANCORP HOLDINGS INC.	SHRHLDRS. MTNG. MAT.
CARILLON SQUARE LIMITED PARTNERSHIP -	APPLICATION
CARLYLE ENERGY LTD.	PRESS RELEASE
CARLYLE ENERGY LTD.	T.S.E. MATERIAL
CARMA DEVELOPERS LTD.	PRESS RELEASE
CARMA LTD.	PRESS RELEASE
CARMA LTD.	PRESS RELEASE
CAROLIN MINES LTD.	AUD. ANN. FIN. STMT.
CARRIAGE LANE ESTATES	FORM 28-ANN. FILING
CARTIER RESOURCES INC.	T.S.E. MATERIAL
CARVERN INTERNATIONAL INDUSTRIES LTD.	AUD. ANN. FIN. STMT.
CARVERN INTERNATIONAL INDUSTRIES LTD.	IFS 3 MN AG 31 84

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CASCADES INC.	T.S.E. MATERIAL
CASCADES INC.	PROSPECTUS
CB PAK INC.	IFS 6 MN JE 30 84
CCL INDUSTRIES INC.	IFS 6 MN JE 30 84
CCL INDUSTRIES INC.	PRESS RELEASE
CCL INDUSTRIES INC.	EXEMPT FIN. NOTICE
CCL INDUSTRIES INC.	PRESS RELEASE
CCL INDUSTRIES INC.	EXEMPT FIN. NOTICE
CELANESE CANADA, INC.	PRESS RELEASE
CELANESE CANADA, INC.	IFS 6 MN JE 30 84
CENTRAL FUND OF CANADA LIMITED	PRESS RELEASE
CESSLAND CORPORATION LIMITED	RULING/ORDER/REASONS
CHARRIOT RESOURCES LTD.	IFS 9 MN MY 31 84
CHAUVCO RESOURCES LTD.	PROSPECTUS
CHAUVCO RESOURCES LTD.	PRESS RELEASE
CHEROKEE RESOURCES LIMITED	RULING/ORDER/REASONS
CHEROKEE RESOURCES LIMITED	APPLICATION
CHEROKEE RESOURCES LIMITED	APPLICATION
CHESBAR RESOURCES INC.	IFS 6 MN JE 30 84
CINCINNATI ENERGY CORP.	IFS 6 MN JE 30 84
CIRCO CRAFT CO. INC.	T.S.E. MATERIAL
CIRCO CRAFT CO. INC.	PROSPECTUS
CLARENDON APARTMENTS (1963) LIMITED	LET. TO SHAREHOLDERS
CLARENDON APARTMENTS (1963) LIMITED	SHRHLDRS. MTNG. MAT.
CLAVOS PORCUPINE MINES LIMITED	IFS 6 MN JE 30 84
CLEYO RESOURCES INC.	IFS 6 MN SE 30 84
COASTAL INTERNATIONAL LTD.	SHARES PURCHASED
COASTAL INTERNATIONAL LTD.	SHRHLDRS. MTNG. MAT.
COIN LAKE GOLD MINES LTD.	IFS 6 MN JE 30 84
COIN LAKE GOLD MINES LTD.	CERTIF. OF MAILING
COLECO INDUSTRIES, INC.	10Q 6 MN JE 30 84
COLES BOOK STORES LIMITED	IFS 9 MN JL 28 84
COLOR TILE INC.	PRESS RELEASE
COLOR YOUR WORLD, INC.	PRESS RELEASE
COLOR YOUR WORLD, INC.	T.S.E. MATERIAL
COLUMBIA GAS SYSTEM INC.	PRESS RELEASE
COMAPLEX RESOURCES INTERNATIONAL LTD.	PRIVATE PLACEMENTS
COMIESA CORPORATION	IFS 9 MN MR 31 84
COMINCO LTD.	THIRD QUARTER RESULT
COMINCO LTD.	PRESS RELEASE
COMPUTALOG GEARHART LTD.	PRESS RELEASE
COMPUTER INNOVATIONS DISTRIBUTION INC.	RULING/ORDER/REASONS
COMPUTER INNOVATIONS DISTRIBUTION INC.	APPLICATION
COMSTOCK KENO MINES LTD.	IFS 6 MN JE 30 84
COMTECH GROUP INTERNATIONAL LIMITED	T.S.E. MATERIAL
CONSOLIDATED BRANLY RESOURCES INC.	AUD. ANN. FIN. STMT.
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CONSOLIDATED BRANLY RESOURCES INC.	FORM 28-ANN. FILING

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ISSUER	TITLE
CONSOLIDATED MARCUS GOLD MINES LIMITED	IFS 6 MN JE 30 84
CONSOLIDATED MARCUS GOLD MINES LIMITED	IFS 6 MN JE 30 84
CONSOLIDATED NOREX RESOURCES CORP.	RIGHTS OFFERING
CONSOLIDATED NOREX RESOURCES CORP.	T.S.E. MATERIAL
CONSOLIDATED PIPE LINES COMPANY	T.S.E. MATERIAL
CONSOLIDATED RAMBLER MINES LIMITED	PURCHASE OF SHARES R
CONSOLIDATED-BATHURST INC.	IFS 6 MN JE 30 84
CONSOLTEX CANADA INC.	IFS 6 MN JE 30 84
CONSOLTEX CANADA INC.	CERTIF. OF MAILING
CONSUMERS GLASS COMPANY LIMITED	IFS 6 MN JE 30 84
CONSUMERS' GAS COMPANY LTD., THE	PRESS RELEASE
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CONTINENTAL RESEARCH & DEVELOPMENT LTD.	RULING/ORDER/REASONS
CONTROL DATA CORPORATION	10Q 6 MN JE 30 84
CONTROLLED FOODS INTERNATIONAL LTD.	APPLICATION
CONWEST EXPLORATION COMPANY LIMITED	PRIVATE PLACEMENTS
COOPER CANADA LIMITED	PRESS RELEASE
COPP CLARK PITMAN LTD.	PRESS RELEASE
CORPORATE FOODS LIMITED	IFS 36 WK SE 08 84
CORPORATE FOODS LIMITED	CERTIF. OF MAILING
CORPORATION FALCONBRIDGE COPPER	PRESS RELEASE
CORRIDA OILS LTD.	SHRHLDRS. MTNG. MAT.
CORRIDA OILS LTD.	LET. TO SHAREHOLDERS
CORRIDA OILS LTD.	PRESS RELEASE
CORRIDA OILS LTD.	PRESS RELEASE
CORRIDA OILS LTD.	SHRHLDRS. MTNG. MAT.
CRANWELL OIL COMPANY LTD.	PROSPECTUS
CROWN LIFE INSURANCE COMPANY	IFS 6 MN JE 30 84
CROWN LIFE INSURANCE COMPANY	PRESS RELEASE
CROWN LIFE INSURANCE COMPANY	SHRHLDRS. MTNG. MAT.
CROWN TRUST COMPANY	AUD. ANN. FIN. STMT.
CROWNX INC.	RULING/ORDER/REASONS
CROWNX INC. (FORMERLY EXTENDICARE LTD.)	IFS 6 MN JE 30 84
CROWNX INC. (FORMERLY EXTENDICARE LTD.)	PRESS RELEASE
CST FOUNDATION	IFS 9 MN JL 31 84
CURTAINS	FORM 28-ANN. FILING
CUVIER MINES INC.	IFS 9 MN SE 30 84
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CUVIER MINES INC.	CERTIF. OF MAILING
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DAON DEVELOPMENT CORPORATION	PRIVATE PLACEMENTS
DAON DEVELOPMENT CORPORATION	PRIVATE PLACEMENTS

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ISSUER	TITLE
DAON DEVELOPMENT CORPORATION	PRESS RELEASE
DAON DEVELOPMENT CORPORATION	PRIVATE PLACEMENTS
DATALINE INC.	IFS 6 MN JE 30 84
DAVIDSON TISDALE MINES LIMITED	CERTIF. OF MAILING
DAVIDSON TISDALE MINES LIMITED	T.S.E. MATERIAL
DAVIS-KEAYS MINING LTD.	ANNUAL REPORT
DAVIS-KEAYS MINING LTD.	SHRHLDRS. MTNG. MAT.
DEACON-HODGSON INVESTMENT ACCOUNT	IFS 6 MN JE 30 84
DEACON-HODGSON RETIREMENT SAVINGS PLAN	IFS 6 MN JE 30 84
DENISON MINES LTD.	IFS 9 MN SE 30 84
DENISON MINES LTD.	9-MONTH RESULTS, 198
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DENISON MINES LTD.	PRESS RELEASE
DERLAK RED LAKE GOLD MINES, LIMITED	IFS 6 MN JE 30 84
DICKENSON MINES LIMITED	IFS 9 MN SE 30 84
DICKENSON MINES LIMITED	PRESS RELEASE
DICKENSON MINES LIMITED	CHANGE OF ADDRESS
DISCOVERY QUAY - BUILDING 1 LIMITED	SHRHLDRS. MTNG. MAT.
DISTRICT TRUST COMPANY	FORM 27-MAT. CHANGE
DOFASCO INC.	EXEMPT FIN. NOTICE
DOFASCO INC.	EXEMPT FIN. NOTICE
DOME MINES LIMITED	NOTIFICATION OF LATE
DOME PETROLEUM LIMITED	PRESS RELEASE
DOME PETROLEUM LIMITED	PRESS RELEASE
DOMEQUITY GROWTH & CALGARY LTD.	STATEMENT OF PORTFOL
DOMINION & ANGLO INVESTMENT CORPORATION	IFS 9 MN SE 30 84
DOMINION STORES LIMITED	IFS 13 WK JE 16 84
DOMINION TEXTILE INC.	PRESS RELEASE
DOUBLE NEGATIVE	IFS 6 MN JE 30 84
DREADNOUGHT INVESTMENTS LIMITED	UNAUDITED FIN. STMTS
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DRG INC.	IFS 6 MN JE 30 84
DRUMMOND PETROLEUM LTD.	PRESS RELEASE
DUMAGAMI MINES LIMITED	PRESS RELEASE
DYLEX LIMITED	PRESS RELEASE
DYNAMAR ENERGY LIMITED	IFS 6 MN JE 30 84
DYNAMAR ENERGY LIMITED	PRESS RELEASE
DYNAMIC AMERICAN FUND	AUD. ANN. FIN. STMT.
DYNAMIC FUND OF CANADA LTD.	AUD. ANN. FIN. STMT.
DYNAMIC INCOME FUND	AUD. ANN. FIN. STMT.
DYNAMIC-GUARDIAN GOLD FUND	AUD. ANN. FIN. STMT.
EAST COAST ENERGY LTD.	IFS 6 MN JE 30 84
EAST COAST ENERGY LTD.	IFS 3 MN MR 31 84
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ECHO BAY MINES LTD.	PRESS RELEASE
ECONOMIC INVESTMENT TRUST LIMITED	IFS 6 MN JE 30 84
EDDA RESOURCES INC.	AMENDED STATEMENTS Y
EGO RESOURCES LIMITED	PRESS RELEASE

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ISSUER	TITLE
EGO RESOURCES LIMITED	T.S.E. MATERIAL
ELEVEN EVERGREEN LIMITED PARTNERSHIP	FORM 28-ANN. FILING
EMCO LIMITED	IFS 6 MN JE 30 84
EMCO LIMITED	LET. TO SHAREHOLDERS
EMPIRE COMPANY LIMITED	ANNUAL REPORT
EMPIRE COMPANY LIMITED	SHRHLDRS. MTNG. MAT.
ENCOUNTER ENERGY RESOURCES LIMITED	PRESS RELEASE
ENCOUNTER ENERGY RESOURCES LIMITED	T.S.E. MATERIAL
ENERTEC CORPORATION	AMENDMENT NO.3 TO FO
ENS BIO LOGICALS INC.	FORM 8 - AMENDMENT T
ENS BIO LOGICALS INC.	IFS 6 MN JE 30 84
ENTERAC PROPERTY CORPORATION	PRESS RELEASE
EQUITY CAPITAL INVESTMENTS LTD.	APPLICATION
EQUITY SILVER MINES LIMITED	IFS 6 MN JE 30 84
ERRINGTON GOLD EXPLORATION LTD.	RULING/ORDER/REASONS
ETHYL CORPORATION	IFS 6 MN JE 30 84
EUROPA PETROLEUM LTD.	SUPPLEMENT, DATED OC
EUROPA PETROLEUM LTD.	ARRANGEMENT
EVERGREEN ENERGY RESOURCES LTD.	IFS 6 MN JE 30 84
EVERGREEN ENERGY RESOURCES LTD.	PRESS RELEASE
EXALL RESOURCES LIMITED	T.S.E. MATERIAL
EXAR-ALBANY ENERGY PARTNERSHIP	RULING/ORDER/REASONS
FALCONBRIDGE LIMITED	PRESS RELEASE
FCA INTERNATIONAL LTD.	PRESS RELEASE
FEDERAL PIONEER LIMITED	IFS 6 MN JE 30 84
FIDINAM PROPERTIES INC.	T.S.E. MATERIAL
FIELD RESOURCES LIMITED	IFS 9 MN AG 31 84
FIELD RESOURCES LIMITED	CERTIF. OF MAILING
FINANCIAL TRUSTCO CAPITAL LTD.	PRESS RELEASE
FINANCIAL TRUSTCO CAPITAL LTD.	PRESS RELEASE
FINANCIAL TRUSTCO CAPITAL LTD.	FORM 27-MAT. CHANGE
FINANCIAL TRUSTCO CAPITAL LTD.	PRESS RELEASE
FINNING TRACTOR & EQUIPMENT COMPANY	PRESS RELEASE
FIRST AMERICAN MINERALS CORPORATION	IFS 2 MN AG 31 84
FIRST AMERICAN MINERALS CORPORATION	MERGER-AMALGAMATION
FIRST AMERICAN RESOURCES LTD.	MERGER-AMALGAMATION
FIRST CALGARY PETROLEUMS LTD.	DIVIDEND NOTICE
FIRST MARATHON INC.	IFS 6 MN AG 30 84
FIRST MERCANTILE PARTNERSHIP	PRIVATE PLACEMENTS
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FISCAL INVESTMENTS LIMITED	THIRD QUARTER REPORT
FISCON INVESTMENT FUND	IFS 6 MN JE 30 84
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FLINT ROCK MINES LIMITED	RULING/ORDER/REASONS
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FORD CREDIT CANADA LIMITED	PRIVATE PLACEMENTS
FORD MOTOR COMPANY OF CANADA LTD.	IFS 6 MN JE 30 84

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FRENCH ROAD EXPLORATIONS LIMITED	FORM 28-ANN. FILING
FRUEHAUF CANADA INC.	PRESS RELEASE
G.E.F. MANAGEMENT LIMITED	IFS 9 MN AG 31 84
GALTACO INC.	PRESS RELEASE
GANDALF TECHNOLOGIES INC.	PRESS RELEASE
GAS , THE FRIGHT , COMICS	IFS 6 MN JE 30 84
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GENELCAN LIMITED	IFS 9 MN SE 30 84
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GENERAL AMERICAN TECHNOLOGIES INC.	LET. TO SHAREHOLDERS
GENERAL HYDROCARBONS LIMITED	IFS 6 MN JE 30 84
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GENESIS RESOURCES LTD.	IFS 6 MN JE 30 84
GENSTAR CORPORATION	T.S.E. MATERIAL
GENSTAR CORPORATION	T.S.E. MATERIAL
GENSTAR CORPORATION	PRESS RELEASE
GEOCRUDE ENERGY INC.	PRESS RELEASE
GEOCRUDE ENERGY INC.	PRESS RELEASE
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GORDEX MINERALS LIMITED	IFS 3 MN MY 31 84
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GRAFTON GROUP LIMITED	DIVIDEND NOTICE
GRAND BAY EXPLORATIONS LIMITED	IFS 6 MN JE 30 84

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GRANDMA LEE'S INC.	PRESS RELEASE
GRANGES EXPLORATION LTD.	T.S.E. MATERIAL
GRANGES EXPLORATION LTD.	T.S.E. MATERIAL
GRANGES EXPLORATION LTD.	RULING/ORDER/REASONS
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GROSMONT RESOURCES LTD.	PRESS RELEASE
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GUARANTEE COMPANY OF NORTH AMERICA	IFS 6 MN JE 30 84
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GUARANTY TRUST MORTGAGE FUND	IFS 6 MN JE 30 84
GUARDIAN CANADIAN FUND	IFS 6 MN AG 30 84
GUARDIAN ENTERPRISE FUND OF CANADA	IFS 6 MN JE 30 84
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HUDSON BAY MINING AND SMELTING CO.,	PRESS RELEASE
HUDSON BAY MINING AND SMELTING CO.,	PRESS RELEASE
HUDSON'S BAY COMPANY	PRIVATE PLACEMENTS
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IVACO INC.	PRESS RELEASE
JAMEX RESOURCES LIMITED	ANNUAL REPORT
JAMEX RESOURCES LIMITED	IFS 3 MN JE 30 84
JAMEX RESOURCES LIMITED	SHRHLDRS. MTNG. MAT.
JAMIE FRONTIER RESOURCES INC.	PRESS RELEASE
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JOREX LIMITED	FORM 27-MAT. CHANGE
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K.T. RESOURCES (1981) LIMITED	RULING/ORDER/REASONS
KALROCK DEVELOPMENTS LIMITED	AUD. ANN. FIN. STMT.
KALROCK DEVELOPMENTS LIMITED	SHRHLDRS. MTNG. MAT.
KAM-KOTIA MINES LIMITED	IFS 9 MN SE 30 84
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LA VERENDRYE MANAGEMENT CORPORATION	IFS 6 MN JE 30 84
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LENORA EXPLORATIONS LTD.	EXEMPT FIN. NOTICE
LIBERIAN IRON ORE LIMITED	10Q 6 MN JE 30 84
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LITTLE LONG LAC GOLD MINES LIMITED	CERTIF. OF MAILING
LOCHIEL EXPLORATION LTD.	T.S.E. MATERIAL
LOCHIEL EXPLORATION LTD.	PRESS RELEASE
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LONDON LIFE INSURANCE COMPANY	PRESS RELEASE
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M & M PORCUPINE GOLD MINES LIMITED	IFS 9 MN AG 31 84
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M. RASH & CO. LIMITED	RULING/ORDER/REASONS
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MOTORCADE INDUSTRIES LIMITED	IFS 9 MN AG 31 84
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NOVA, AN ALBERTA CORPORATION	T.S.E. MATERIAL
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POTASH COMPANY OF AMERICA, INC.	PRESS RELEASE
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PRUDENTIAL INCOME FUND OF CANADA	CERTIF. OF MAILING
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QUEBECOR INC.	PRESS RELEASE
QUEENSTON GOLD MINES LIMITED	PRIVATE PLACEMENTS
QUEENSTON MANOR LIMITED PARTNERSHIP	RULING/ORDER/REASONS
QUEENSTON MANOR LIMITED PARTNERSHIP	APPLICATION
QUINTERRA RESOURCES INC.	T.S.E. MATERIAL
QUINTERRA RESOURCES INC.	PRESS RELEASE
R.F. OIL INDUSTRIES LTD.	IFS 6 MN JE 30 84
R.F. OIL INDUSTRIES LTD.	FORM 27-MAT. CHANGE
R.F. OIL INDUSTRIES LTD.	PRESS RELEASE
R.L.CRAIN INC.	IFS 6 MN JE 30 84
RANGER OIL LIMITED	10Q 6 MN AG 09 84
RANGER OIL LIMITED	PRESS RELEASE
RAYLLOYD RESOURCES LIMITED	CERTIF. OF MAILING
REAL PROPERTY TRUST OF CANADA	PROSPECTUS
REAL PROPERTY TRUST OF CANADA	IFS 6 MN JE 30 84
REAL PROPERTY TRUST OF CANADA	CERTIF. OF MAILING
RED ROCKET EXPLORATION INC.	AUD. ANN. FIN. STMT.
REDAURUM RED LAKE MINES LIMITED	PRIVATE PLACEMENTS
REDAURUM RED LAKE MINES LIMITED	OFFERING MEMORANDUM
REDCON GOLD MINES LIMITED	IFS 6 MN JE 30 84
REDCON GOLD MINES LIMITED	CERTIF. OF MAILING

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ISSUER	TITLE
REDCON GOLD MINES LIMITED	CHANGE OF ADDRESS
REDLAW INDUSTRIES INC.	PRESS RELEASE
REGAL GOLDFIELDS LIMITED	ANNUAL REPORT
REICHHOLD LIMITED	PRESS RELEASE
REID DOMINION PACKAGING LTD.	APPLICATION
RELAX INNS BURLINGTON-WINDSOR	PRELIM. PROSPECTUS
RESOURCE FUND INTERNATIONAL LTD.	IFS 3 MN JE 30 84
RESOURCE FUND INTERNATIONAL LTD.	APPLICATION
RICH GROUP YELLOWKNIFE MINES LIMITED	IFS 6 MN JE 30 84
RICH GROUP YELLOWKNIFE MINES LIMITED	CERTIF. OF MAILING
RILEY'S DATASHARE INTERNATIONAL LTD.	ANNUAL REPORT
RILEY'S DATASHARE INTERNATIONAL LTD.	IFS 3 MN AG 31 84
RILEY'S DATASHARE INTERNATIONAL LTD.	PRESS RELEASE
RILEY'S DATASHARE INTERNATIONAL LTD.	SHRHLDRS. MTNG. MAT.
RIO ALTO EXPLORATION LTD.	PRIVATE PLACEMENTS
RIVERSIDE YARNS LIMITED	RULING/ORDER/REASONS
RIVERSIDE YARNS LIMITED	APPLICATION
ROGERS CABLESYSTEMS INC.	PRIVATE PLACEMENTS
RONNOCO GOLD MINES LIMITED	IFS 6 MN JE 30 84
ROTHMAN'S OF PALL MALL CANADA LTD.	ANNUAL INFO. FORM
ROXMARK MINES LIMITED	PRIVATE PLACEMENTS
ROXY PETROLEUM LTD.	APPLICATION
ROYAL TRUST COMPANY MORTGAGE CORPORATION	IFS 6 MN JE 30 84
ROYAL TRUSTCO LIMITED	PRESS RELEASE
ROYAL TRUSTCO LIMITED	PRIVATE PLACEMENTS
ROYEX GOLD MINING CORPORATION	PRESS RELEASE
ROYFUND EQUITY LTD.	IFS 6 MN JE 30 84
ROYFUND EQUITY LTD.	LET. TO SHAREHOLDERS
ROYFUND INCOME TRUST	IFS 6 MN JE 30 84
RUNNING	IFS 6 MN JE 30 84
SANDWELL AND COMPANY LIMITED	PRESS RELEASE
SANDWELL AND COMPANY LIMITED	PRESS RELEASE
SANDY CAY RESOURCES INC.	CERTIF. OF MAILING
SANRETA OIL AND GAS RESOURCES LTD.	IFS 3 MN MY 31 84
SANRETA OIL AND GAS RESOURCES LTD.	CERTIF. OF MAILING
SANRETA OIL AND GAS RESOURCES LTD.	SHRHLDRS. MTNG. MAT.
SCEPTRE RESOURCES LIMITED	PRESS RELEASE
SCEPTRE RESOURCES LIMITED	IFS 6 MN JE 30 84
SCINTILORE EXPLORATIONS LIMITED	PRIVATE PLACEMENTS
SCINTILORE EXPLORATIONS LIMITED	PRIVATE PLACEMENTS
SCINTILORE EXPLORATIONS LIMITED	PRIVATE PLACEMENTS
SCINTREX LIMITED	PRESS RELEASE
SCOTT PAPER LIMITED	IFS 6 MN JE 30 84
SCOTT'S HOSPITALITY INC.	ANNUAL REPORT
SCOTT'S HOSPITALITY INC.	CERTIF. OF MAILING
SCOTT'S HOSPITALITY INC.	SHRHLDRS. MTNG. MAT.
SCOVILL INC.	APPLICATION
SCURRY-RAINBOW OIL LIMITED	PRESS RELEASE

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ISSUER	TITLE
SEAGRAM COMPANY LTD.	PRESS RELEASE
SEARS CANADA INC.	PRESS RELEASE
SEARS CANADA INC.	PRESS RELEASE
SEARS CANADA INC.	PRESS RELEASE
SEAWAY MULTI-CORP. LIMITED	IFS 3 MN MR 31 84
SEEMAR MINES LIMITED	IFS 6 MN JE 30 84
SEEMAR MINES LIMITED	CERTIF. OF MAILING
SELKIRK COMMUNICATIONS LIMITED	EXEMPT FIN. NOTICE
SENSORMATIC CANADA LIMITED	RESULTS FOR SIX MONT
SENSORMATIC CANADA LIMITED	PRESS RELEASE
SHADOWFAX RESOURCES LTD.	PRESS RELEASE
SHAW INDUSTRIES LTD.	PRESS RELEASE
SHELDON-LARDER MINES LIMITED	IFS 6 MN JE 30 84
SHELL CANADA LIMITED	EARNINGS, 9 MNS TO S
SHELL CANADA LIMITED	PRESS RELEASE
SHELL CANADA LIMITED	IFS 6 MN JE 30 84
SHEROBEE WEST NO. 2 LIMITED PARTNERSHIP	PRELIM. PROSPECTUS
SHERRITT GORDON MINES LIMITED	IFS 6 MN JE 30 84
SIENNA RESOURCES LIMITED	ANNUAL REPORT
SIENNA RESOURCES LIMITED	SHRHLDRS. MTNG. MAT.
SIENNA RESOURCES LIMITED	SHRHLDRS. MTNG. MAT.
SIGMA MINES (QUEBEC) LIMITED	PRESS RELEASE
SILCORP LIMITED	IFS 36 WK SE 02 84
SILKNIT LIMITED	SHRHLDRS. MTNG. MAT.
SILKNIT LIMITED	CHANGE DIRECTORS
SILKNIT LIMITED	SHRHLDRS. MTNG. MAT.
SILTRONICS LTD.	ANNUAL REPORT
SILTRONICS LTD.	EXEMPT FIN. NOTICE
SILTRONICS LTD.	SHRHLDRS. MTNG. MAT.
SILTRONICS LTD.	OPTION ACTIVITY REPO
SILVER EUREKA CORPORATION	IFS 6 MN JE 30 84
SILVER LAKE RESOURCES INC.	PRESS RELEASE
SILVER LAKE RESOURCES INC.	T.S.E. MATERIAL
SILVERTON RESOURCES LTD.	PRESS RELEASE
SILVERTON RESOURCES LTD.	T.S.E. MATERIAL
SILVERTON RESOURCES LTD.	T.S.E. MATERIAL
SILVERTON RESOURCES LTD.	RIGHTS OFFERING
SILVERTON RESOURCES LTD.	PRESS RELEASE
SKILL RESOURCES LTD.	RULING/ORDER/REASONS
SLATER STEELS CORPORATION	IFS 3 MN JE 30 84
SLOCAN DEVELOPMENT CORPORATION LIMITED	IFS 6 MN JE 30 84
SLOCAN DEVELOPMENT CORPORATION LIMITED	CERTIF. OF MAILING
SLOCAN-RAMBLER MINES (1947) LIMITED	IFS 9 MN SE 30 84
SOBEYS STORES LIMITED	ANNUAL REPORT
SOLEX OIL SANDS CORPORATION	IFS 9 MN SE 30 84
SOLEX OIL SANDS CORPORATION	RULING/ORDER/REASONS
SOLEX OIL SANDS CORPORATION	IFS 6 MN JE 30 84
SONORA GOLD CORP.	RULING/ORDER/REASONS

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ISSUER	TITLE
SOUTHWIND RESOURCE EXPLORATIONS LIMITED	IFS 3 MN JL 31 84
SOUTHWIND RESOURCE EXPLORATIONS LIMITED	PRIVATE PLACEMENTS
SPAR AEROSPACE LIMITED	EXEMPT FIN. NOTICE
SPAR AEROSPACE LIMITED	PRESS RELEASE
SPAR AEROSPACE LIMITED	EXEMPT FIN. NOTICE
SPAR AEROSPACE LIMITED	EXEMPT FIN. NOTICE
SPAR AEROSPACE LIMITED	EXEMPT FIN. NOTICE
SPAR AEROSPACE LIMITED	EXEMPT FIN. NOTICE
SPAR AEROSPACE LIMITED	PRESS RELEASE
SPAR AEROSPACE LIMITED	EXEMPT FIN. NOTICE
SPAR AEROSPACE LIMITED	EXEMPT FIN. NOTICE
SPAR AEROSPACE LIMITED	PRIVATE PLACEMENTS
SPAR AEROSPACE LIMITED	PRESS RELEASE
SPERRY FINANCE INC.	FORM 29 OR ACFC
SPRINT RESOURCES LTD.	IFS 9 MN MY 31 84
ST. LAWRENCE CEMENT INC.	PRESS RELEASE
ST. LAWRENCE CEMENT INC.	PRELIM. PROSPECTUS
ST. LUCIE EXPLORATION COMPANY LIMITED	IFS 9 MN JL 31 84
ST. LUCIE EXPLORATION COMPANY LIMITED	IFS 9 MN JL 31 84
ST. MARTIN'S (NO.1) LIMITED PARTNERSHIP	IFS 6 MN JE 30 84
ST. MARTIN'S (NO.2) LIMITED PARTNERSHIP	IFS 6 MN JE 30 84
STANDARD TRUSTCO LIMITED	IFS 6 MN JE 30 84
STANFORD RESOURCES LIMITED	PRIVATE PLACEMENTS
STANFORD RESOURCES LIMITED	PRIVATE PLACEMENTS
STATES EXPLORATION LTD.	T.S.E. MATERIAL
STEEP ROCK RESOURCES INC.	IFS 6 MN JE 30 84
STEEP ROCK RESOURCES INC.	CERTIF. OF MAILING
STRATHCONA RESOURCE INDUSTRIES LTD.	PRESS RELEASE
STRATHCONA RESOURCE INDUSTRIES LTD.	IFS 9 MN JE 30 84
STROUD RESOURCES LTD.	SHRHLDRS. MTNG. MAT.
SUNCOR INC.	PRESS RELEASE
SUNCOR INC.	PRESS RELEASE
SUNMIST ENERGY RESOURCES LIMITED	IFS 9 MN SE 30 84
SUPERIOR OIL COMPANY	PRESS RELEASE
SUPERPACK CORPORATION LIMITED	IFS 9 MN AG 31 84
SWANSEA GOLD MINES INC.	RULING/ORDER/REASONS
SWANSEA GOLD MINES INC.	APPLICATION
TANDY CORPORATION	PRESS RELEASE
TANDY CORPORATION	PRESS RELEASE
TECK CORPORATION	PROSPECTUS
TECSYN INTERNATIONAL INC.	PRESS RELEASE
TECSYN INTERNATIONAL INC.	FORM 27-MAT. CHANGE
TECUMSEH GAS STORAGE LIMITED	AUD. ANN. FIN. STMT.
TECUMSEH GAS STORAGE LIMITED	IFS 3 MN JE 30 84
TEDDY BEAR VALLEY MINES LIMITED	IFS 3 MN JE 30 94
TEESHIN RESOURCES LTD.	PRESS RELEASE
TEESHIN RESOURCES LTD.	PRESS RELEASE
TEMPLE EXPLORATIONS INC.	AUD. ANN. FIN. STMT.

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ISSUER	TITLE
TEXACO CANADA INC.	PRESS RELEASE
TEXACO CANADA INC.	PRESS RELEASE
TEXACO CANADA INC.	PRESS RELEASE
TEXACO CANADA INC.	PRESS RELEASE
TEXAS EASTERN CORPORATION	10Q 6 MN JE 30 84
TEXAS INTERNATIONAL COMPANY	FORM 8-K
TEXAS RANGER OIL & GAS LTD.	PRELIM. PROSPECTUS
THOMPSON-LUNDMARK GOLD MINES LIMITED	ANNUAL REPORT
THOMPSON-LUNDMARK GOLD MINES LIMITED	SHRHLDRS. MTNG. MAT.
THOMSON NEWSPAPERS LIMITED	ANNUAL REPORT
THOMSON NEWSPAPERS LIMITED	PRESS RELEASE
THORCO GOLD FINDERS INC.	PRESS RELEASE
THORCO GOLD FINDERS INC.	T.S.E. MATERIAL
TORONTO STOCK EXCHANGE	JUNIOR RESOURCE - AP
TORONTO SUN PUBLISHING CORPORATION	PRESS RELEASE
TORONTO SUN PUBLISHING CORPORATION	T.S.E. MATERIAL
TORONTO SUN PUBLISHING CORPORATION	FORM 27-MAT. CHANGE
TOTAL PETROLEUM (NORTH AMERICA) LTD.	PRESS RELEASE
TPK SOLAR SYSTEMS INC.	PRIVATE PLACEMENTS
TRADERS GROUP LIMITED	PRESS RELEASE
TRADERS GROUP LIMITED	PRESS RELEASE
TRANS MOUNTAIN PIPE LINE COMPANY LIMITED	PRESS RELEASE
TRANS MOUNTAIN PIPE LINE COMPANY LIMITED	PRESS RELEASE
TRANS MOUNTAIN PIPE LINE COMPANY LIMITED	IFS 6 MN JE 30 84
TRANS QUEBEC & MARITIMES PIPELINE INC.	PROSPECTUS
TRANSCANADA PIPELINES LIMITED	RULING/ORDER/REASONS
TRANSCANADA PIPELINES LIMITED	APPLICATION
TRANSCANADA PIPELINES LIMITED	IFS 6 MN JE 30 84
TRANSCANADA PIPELINES LIMITED	PRESS RELEASE
TRIBUTE	FORM 28-ANN. FILING
TRICENTROL PLC	FORM 6-K
TRILON FINANCIAL CORPORATION	IFS 9 MN SE 30 84
TRILON FINANCIAL CORPORATION	PRESS RELEASE
TRILON FINANCIAL CORPORATION	PRESS RELEASE
TRILON FINANCIAL CORPORATION	RULING/ORDER/REASONS
TRILON FINANCIAL CORPORATION	APPLICATION
TRIMAC LIMITED	PRESS RELEASE
TRITEX PETROLEUM CORP.	AUD. ANN. FIN. STMT.
TRITEX PETROLEUM CORP.	IFS 3 MN AG 31 84
TRITEX PETROLEUM CORP.	ANNUAL MEETING DATE
TRITEX PETROLEUM CORP.	SHRHLDRS. MTNG. MAT.
TRIZEC CORPORATION LTD.	EXEMPT FIN. NOTICE
TRIZEC CORPORATION LTD.	EXEMPT FIN. NOTICE
TUNDRA GOLD MINES LIMITED	RE: NEW BEGINNINGS R
TURBO RESOURCES LIMITED	PRESS RELEASE
TWIN RICHFIELD OILS LTD.	PRESS RELEASE
UAP INC.	IFS 6 MN JE 25 84
ULTRAMAR PLC.	PRESS RELEASE

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ISSUER	TITLE
UNION GAS LIMITED	PRIVATE PLACEMENTS
UNION GAS LIMITED	DIVIDEND NOTICE
UNION GAS LIMITED	ANNUAL INFO. FORM
UNITED CANADIAN SHARES LIMITED	IFS 6 MN JE 30 84
UNITED CANSO OIL & GAS LTD.	PRESS RELEASE
UNITED CORPORATIONS LIMITED	IFS 6 MN SE 30 84
UNITED CORPORATIONS LIMITED	IFS 3 MN JE 29 84
UNITED KENO HILL MINES LIMITED	PROSPECTUS
UNITED STATES STEEL CORPORATION	AMENDED BY-LAWS, DAT
UNITED WESTLAND RESOURCES LTD.	IFS 6 MN MR 31 84
UNIVERSAL EXPLORATIONS (83) LTD.	PRESS RELEASE
UNIVERSAL SAVINGS AMERICAN FUND	IFS 6 MN JE 30 84
UNIVERSAL SAVINGS EQUITY FUND LIMITED	IFS 6 MN JE 30 84
UNIVERSAL SAVINGS INCOME FUND	IFS 6 MN JE 30 84
UNIVERSAL SAVINGS JAPAN FUND	IFS 6 MN JE 30 84
UNIVERSAL SAVINGS NATURAL RESOURCE &	IFS 6 MN JE 30 84
UNIVERSITY SCHOLARSHIPS OF CANADA	SIGNED ANN. FIN. STM
URBAN RESOURCES LIMITED	CERTIF. OF MAILING
VALUE INVESTMENT CORPORATION	PRELIM. PROSPECTUS
VANGUARD TRUST OF CANADA LIMITED	PRIVATE PLACEMENTS
VENCAP EQUITIES LTD.	PRESS RELEASE
VERSATILE CORPORATION	PRESS RELEASE
VESTGRON MINES LIMITED	3RD QUARTER RESULTS
VESTGRON MINES LIMITED	PRESS RELEASE
VESTGRON MINES LIMITED	PRESS RELEASE
VESTGRON MINES LIMITED	CERTIF. OF MAILING
VICTORIA AND GREY TRUST COMPANY	IFS 9 MN JL 31 84
VICTORIA COUNTY EXPLORATIONS INC.	PROSPECTUS
VISTA EXPLORATIONS LIMITED	IFS 6 MN AG 31 84
VISTA EXPLORATIONS LIMITED	APPLICATION
VS SERVICES LTD.	T.S.E. MATERIAL
VTL VENTURE EQUITIES LTD.	PRIVATE PLACEMENTS
VULCAN INDUSTRIAL PACKAGING LIMITED	IFS 6 MN JE 30 84
WAINOCO OIL CORPORATION	PRESS RELEASE
WAJAX LIMITED	PRESS RELEASE
WALTAINE MUTUAL FUND TRUST	IFS 6 MN JE 30 84
WALWYN INC.	T.S.E. MATERIAL
WALWYN INC.	T.S.E. MATERIAL
WALWYN INC.	EXEMPT FIN. NOTICE
WARDAIR INTERNATIONAL LTD.	PRESS RELEASE
WARDAIR INTERNATIONAL LTD.	T.S.E. MATERIAL
WARRINGTON INC.	PRIVATE PLACEMENTS
WATERS EDGE TOWER LIMITED PARTNERSHIP	FORM 28-ANN. FILING
WELDWOOD OF CANADA LIMITED	IFS 6 MN JE 30 84
WESTAR MINING LTD.	PRESS RELEASE
WESTBURNE INTERNATIONAL INDUSTRIES LTD.	10Q 3 MN JE 30 84
WESTBURNE INTERNATIONAL INDUSTRIES LTD.	CHANGE DIRECTORS
WESTBURNE INTERNATIONAL INDUSTRIES LTD.	PRESS RELEASE

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ISSUER	TITLE
WESTLEY MINES LIMITED	PRESS RELEASE
WESTMIN RESOURCES LIMITED	PRIVATE PLACEMENTS
WESTWATER INDUSTRIES LTD.	AMENDMENT TO PRO.
WESTWATER INDUSTRIES LTD.	PROSPECTUS
WHIM CREEK CONSOLIDATED N.L.	IFS 6 MN JE 30 84
WHITEBURN PRECIOUS METALS LIMITED	IFS 6 MN JL 31 84
WHITEBURN PRECIOUS METALS LIMITED	IFS 3 MN AP 30 84
WHITEBURN PRECIOUS METALS LIMITED	FORM 28-ANN. FILING
WIX INC.	TAKEOVER/FORM 35
WIX INC.	TAKEOVER/FORM 35
WIX INC.	IFS 6 MN JE 30 84
WIX INC.	CERTIF. OF MAILING
WIX INC.	PRESS RELEASE
WOODBINE-SHEPPARD SHOPPING CENTRE	IFS 6 MN AG 31 84
WORLDWIDE ENERGY CORPORATION	PRESS RELEASE
WORLDWIDE ENERGY CORPORATION	FORM 8-K
WORLDWIDE EQUITIES LIMITED	IFS 9 MN JE 30 84
WORLDWIDE EQUITIES LIMITED	CERTIF. OF MAILING
XEROX CANADA INC.	PRESS RELEASE
XEROX CANADA INC.	T.S.E. MATERIAL
YELLOWKNIFE BEAR RESOURCES INC.	T.S.E. MATERIAL
YELLOWKNIFE BEAR RESOURCES INC.	EXEMPT FIN. NOTICE
YUKON REVENUE MINES LIMITED	ANNUAL REPORT
YUKON REVENUE MINES LIMITED	SHRHLDRS. MTNG. MAT.

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CHAPTER 11

NEW ISSUE AND SECONDARY FINANCING

11.1 FINAL RECEIPTS ISSUED

11.2 ECLIPSE CAPITAL CORPORATION

Eclipse Capital Corporation

Final receipt issued October 25, 1984 for a prospectus dated October 25, 1984 filed by Eclipse Capital Corporation qualifying for sale in Ontario on a best efforts basis 600,000 units at $0.30 per unit, each unit consisting of one common share and one common share purchase "A" Warrant. Net proceeds to the Company will be $168,000 before deducting expenses of issue. There will also be a secondary offering of 60,000 units and 240,000 common shares, none of the proceeds of which will accrue to the benefit of the Company.

Promoters:	Willianm Wayne Barton
	Hal. E. Barton
	Robert James Thiessen
	Patricia Cofell
	Stragey Investments Inc. (Robert James Thiessen, W.Wayne Barton
	Brading Investments Ltd. (W.Wayne Barton)
Agent:	Housser & Co.Limited

11.2.1 INDUSTRIAL AMERICAN FUND

Industrial American Fund

Final Receipt issued October 29, 1984 for a prospectus dated October 25, 1984 qualifying mutual fund units at net asset value.

A Summary Statement was filed concurrently with the prospectus.

Distributor: Mackenzie Financial Corporation

11.2.2 INDUSTRIAL GROWTH FUND

Industrial Growth Fund

Final Receipt issued October 29, 1984 for a prospectus dated October 25, 1984 qualifying mutual fund units at net asset value.

A Summary Statement was filed concurrently with the prospectus.

Distributor: Mackenzie Financial Corporation

11.2.3 INDUSTRIAL PENSION FUND

Industrial Pension Fund

Final Receipt issued October 29, 1984 for a prospectus dated October 25, 1984 qualifying mutual fund units at net asset value.

A Summary Statement was filed concurrently with the prospectus.

Distributor: Mackenzie Financial Corporation

11.2.4 INTERPROVINCIAL PIPE LINE (NW) LTD.

Interprovincial Pipe Line (NW) Ltd

Final receipt issued October 24, 1984 for a prospectus dated October 24, 1984 qualifying for sale $75,000,000 12.70% Debentures, Series B due November 15, 2004 at par plus accrued interest, if any, to provide proceeds to the Company of $74,137,500 before deducting expenses of issue.

Underwriters: Wood Gundy Inc.
McLeod Young Weir Limited

11.2.5 JONES HEWARD FUND LTD.

Jones Heward Fund Ltd

Final receipt issued October 26, 1984 for a prospectus dated October 24, 1984 qualifying mutual fund shares at net asset value.

A Summary Statement was filed concurrently with the prospectus.

Distributor: Burns Fry Limited

11.2.6 MACKENZIE EQUITY FUND

Mackenzie Equity Fund

Final Receipt issued October 29, 1984 for a prospectus dated October 25, 1984 qualifying mutual fund units at net asset value.

A Summary Statement was filed concurrently with the prospectus.

Distributor: Mackenzie Financial Corporation

11.2.7 UNIVERSAL SAVINGS JAPAN FUND

Universal Savings Japan Fund

Final receipt issued October 29, 1984 for a prospectus dated October 26, 1984 qualifying mutual fund units at net asset value plus a sales commission on a continuous basis.

A Summary Statement was filed concurrently with the Prospectus.

Distributor: Securities Dealers

11.3 PRELIMINARY PROSPECTUS RECEIVED

11.3.1 BRAMALEA LIMITED

October 31, 1984

Bramalea Limited — National Issue - Ontario

Offering $ * cumulative redeemable retractable first preferred shares, Series B at a price of $25.00 per share to yield initially * % per annum.

Underwriters: Merill Lynch Canada Inc.
Gordon Capital Corporation
Dominion Securities Pitfield Limited
McLeod Young Weir Limited
Wood Gundy Inc.

11.3.2 BENTALL CAPITAL CORPORATION

October 30, 1984

Bentall Capital Corporation — National Issue - Ontario

Offering $ * (* shares) * % cumulative redeemable retractable first preferred shares, Series 1 at a price of $25.00 per share to yield * % per annum.

Underwriters: Burns Fry Limited
Pemberton Houston Willoughby Incorporated

11.3.3 IMPERIAL REALTY GROWTH FUND

Imperial Realty Growth Fund — National Issue - Ontario

Offering class A and class B units at their net asset value. Class B units may be issued if the number of issued and outstanding class B units would exceed the number of issued and outstanding class A.

Distributor: Imperial Securities Ltd.

11.3.4 NT MONTHLY PAYMENT PORTFOLIO - SERIES 1

Monthly payment Portfolio Series 1 — National Issue - Ontario

Offering * monthly payment trust units at a price of $ * per unit with a minimum purchase of * units.

Agent: Nesbitt Thomson Bongard Inc.

11.3.5 MIT 84-5

October 29, 1984

MIT 84-5 — National Issue - Ontario

Offering * monthly income trust units at a price of $ * per unit with a minimum purchase of 2 units.

Agent: Merrill Lynch Canada Inc.

11.3.6 MIT 84-6

MIT 84-6 — National Issue - Ontario

Offering * monthly income trust units at a price of $ * per unit with a minimum purchase of 2 units.

Agent: Merrill Lynch Canada Inc.

11.3.7 BRITISH TELECOMMUNICATIONS Plc

October 26, 1984

British Telecommunications plc — National Issue - Ontario

Secondary Offering of American Depositary shares Representing ordinary shares at a price of $ * per share.

Underwriters: McLeod Young Weir Limited
Wood Gundy Inc.
Dominion Securities Pitfield Limited
Merrill Lynch Canada Inc.
Richardson Greenshields of Canada Limited

11.3.8 GOLDEN GROUP PARTNERS AND COMPANY LIMITED

Golden Group Partners And Company Limited — National Issue - Quebec

Offering $ * (* units) at a price of $ * per unit, each unit comprised of * partnership units and * warrants.

Agent: Levesque, Beaubien Inc.

11.3.9 HARTCO ENTERPRISES INC.

Hartco Enterprises Inc. — National Issue - Quebec

Offering * common shares at a price of $ * per share.

Underwriter: Dominion Securities Pitfield Limited

11.3.10 MOUNTAIN FRONTIER EXPLORATIONS LTD.

Offering 550,000 common shares at a price of $1.20 per share. A secondary offering of 182,500 common shares at a price of $2.25 per share.

Underwriter: Gordon-Daly Grenadier Limited

11.3.11 MUTUAL DIVERSIFUND 25

Mutual Diversifund 25 National Issue - Ontario

Offering of investment fund units which may be purchased for cash at the net asset value per unit plus an acquisition charge.

Distributor: Mutual Investco Inc.

11.3.12 MUTUAL DIVERSIFUND 40

Mutual Diversifund 40 National Issue - Ontario

Offering of investment fund units which may be purchased for cash at the net asset value per unit plus an acquisition charge.

Distributor: Mutual Investco Inc.

HL2 MUTUAL DIVERSIFUND 55

Mutual Diversifund 55 National Issue - Ontario

Offering of investment fund units which may be purchased for cash at the net asset value per unit plus an acquisition charge.

Distributor: Mutual Investco Inc.

11.3.13 MUTUAL EQUIFUND

October 26, 1984

Mutual Equifund National Issue - Ontario

Offering of investment fund units which may be purchased for cash at the net asset value per unit plus an acquisition charge.

Distributor: Mutual Investco Inc.

11.3.14 MUTUAL MONEY MARKET FUND

Mutual Money Market Fund National Issue - Ontario

Offering of investment fund units which may be purchased for cash at the net asset value per unit.

Distributor: Mutual Investco Inc.

11.3.15 EATON BAY MONEY MARKET FUND

October 25, 1984

Eaton Bay Money Market Fund National Issue - Ontario

Offering mutual fund units at their net asset value.

Distributor: Eaton Bay Funds Management Limited

11.3.16 HAMMERSON CANADA INC.

Hammerson Canada Inc. National Issue - Ontario

Offering $ * (* shares) % cumulative redeemable retractable preferred shares, Series A at a price of $25.00 per share.

Underwriter: Wood Gundy Inc.

11.3.17 GUARDIAN COMPUTER TREND FUND

October 22, 1984

Guardian Computer Trend Fund — National Issue - Ontario

Offering mutual fund units at net asset value.

Distributor: Guardian Capital Investment Counsel Limited

11.3.18 VALUE INVESTMENT CORPORATION

October 18, 1984

Value Investment Corporation — National Issue - Ontario

Offering $ * cumulative redeemable participating preferred shares and $ * common shares with share purchase warrants separately, at a price of $25 per preferred share and $10 per common share with one warrant.

Agents: McLeod Young Weir Limited
Richardson Greenshields Of Canada Limited
Pemberton Houston Willoughby Incorporated

11.3.19 ST. LAWRENCE CEMENT INC.

October 19, 1984

St.Lawrence Cement Inc. — National Issue - Ontario

Offering $ * class A subordinate voting shares at a price of $ * per share.

Underwriters: Levesque, Beaubien Inc.
Dominion Securities Pitfielf Limited

11.4 PRELIMINARY SHORT FORM PROSPECTUS RECEIVED

11.4.1 CONTINENTAL BANK MORTGAGE CORPORATION ET AL

October 22, 1984

Continental Bank Mortgage Corporation and Continental Bank Of Canada National Issue - Ontario

Offering $ * guaranteed floating rate notes and floating rate bank debentures at a price of 100.00%

Underwriters: Burns Fry Limited

11.4.2 AMCA INTERNATIONAL LIMITED

October 23, 1984

Offering 4,000,000 9.5 cumulative redeemable convertible preferred shares Series 2 at a price of $25 per share.

Underwriters: Dominion Securities Pitfield Limited
Wood Gundy Inc.
Nesbitt Thomson Bongard Inc.

11.4.3 BELL CANADA

October 24, 1984

Bell Canada National Issue - Quebec

Offering $ *,000,000, * % debenture, Series DN, at a price of $ *.

Underwriters: Dominion Securities Pitfield Limited
Wood Gundy Inc.
Richardson Greenshields of Canada Limited
Levesque, Beaubien Inc.

11.5 PRELIMINARY PROSPECTUS WITHDRAWN

11.5.1 LACANA GOLD INC.

October 29

Lacana Gold Inc.

The two preliminary prospectuses each dated August 29, 1984 have been withdrawn by the issuer.

1.5.2 AVANTI I AMERICAN PROPERTY CORPORATION

October 30, 1984

Avanti I American Property Corporation

The preliminary prospectus dated May 30, 1984 has been withdrawn at the request of the issuer.

11.6 ANNUAL INFORMATION FORM

11.6.1 INTER-CITY GAS CORPORATION

October 29, 1984

Inter-City Gas Corporation

An Annual Information Form dated August 7, 1984 filed by Inter-City Gas Corporation has been accepted for filing by the Commission, October 29, 1984.

11.6.2 IVACO INC.

Ivaco Inc.

October 30, 1984

An Annual Information Form dated October 15, 1984 filed by Ivaco Inc. has been accepted for filing by the Commission.

11.7 ANNUAL INFORMATION FORM RECEIVED

11.7.1 CROWN LIFE INSURANCE COMPANY

October 31, 1984

Crown Life Insurance Company

A First Annual Information Form dated October 26, 1984 has been accepted by the Commission.

11.7.2 JOHN LABATT LIMITED

October 30, 1984

John Labatt Limited

A first Annual Information Form dated September 10, 1984 has been accepted by the Commission.

11.7.3 CAMPBELL RESOURCES INC.

October 31, 1984

Campbell Resources Inc.

A first Annual Information Form dated October 29, 1984 has been filed by Campbell Resources Inc.

11.7.4 ROYAL TRUSTCO LIMITED

Royal Trustco Limited

Royal Trustco Limited

A first Annual Information Form dated October 29, 1984 has been filed by Royal Trustco Limited.

11.8 AMENDMENT RECEIVED

11.8.1 WESTWATER INDUSTRIES LTD

October 19, 1984

Westwater Industries Ltd.

Amendment No.1 dated October 18, 1984 to prospectus dated August 24, 1984.

CHAPTER 12

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12.1.1 COMMODITIES

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COMMODITY TRADING ADVISERS

DePutter Publishing Ltd.,
175 Wortley Rd.,
Suite 2,
London, Ontario.
N6C 3P6
(effective August 3, 1984)
New Registration

Graphtech
45 - 42nd Street,
Suite 407,
Toronto, Ontario.
M8W 3P4
(effective August 7, 1984)
New Registration

12.2 REGISTRATIONS

12.2.1 SECURITIES

REGISTRATIONS
SECURITIES

EXEMPT PURCHASER

Pension Fund for Management Employees of Quebec Cartier
c/o Quebec Cartier Mining Company,
Port Cartier, Quebec.
G5B 2H3
(effective October 22, 1984)
New Recognition

CHAPTER 25

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THERE IS NO MATERIAL FOR THIS CHAPTER

IN THIS ISSUE

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NOVEMBER 9, 1984

THE ONTARIO SECURITIES COMMISSION
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20 Queen Street West
Toronto, Ontario
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CHAPTER 1

NOTICES/PRESS RELEASES

1.1 PRESS RELEASES

1.1.1 M. RASH & CO. LIMITED, ET AL

November 6, 1984.

IN THE MATTER OF THE SECURITIES ACT,
R.S.O. 1980, CHAPTER 466

AND

In the matter of M. Rash & Co. Limited, Mark Rash, Sam Berger, Peter Craig Cannon, David Eigles, Lawrence Freedman, Sam Friedman, Irving Keshen, Irving John Lasky, David Malinsky, Albert Arthur McAmmond, Edward Allan McCaffrey, Howard Rash, George Teichman, Joseph Tepperman, Hanoch Ulfan, and Harry Wise.

TAKE NOTICE that the hearing with respect to M. Rash & Co. Limited et al scheduled to commence on November 7, 1984 will be adjourned over to December 12, 13 and 14, 1984 at the request of counsel.

1.2 NOTICES

1.2.1 MUTUAL FUNDS/NATIONAL POLICY STATEMENT NO. 36

Mutual Funds - Simplified
Prospectus Qualification System
Draft National Policy Statement No. 36

At their fall meeting the Canadian Securities Administrators approved Draft National Policy Statement No. 36 - Mutual Funds - Simplified Prospectus Qualification System which is published in the Policies section of this bulletin. This policy statement was developed in order to overcome conflicts between the disclosure requirements of the summary statement system used in Ontario and the other provinces and the simplified prospectus system mandated by Quebec's Securities Act. The Investment Funds Institute of Canada was instrumental in the development of the policy statement and the Commission extends its thanks to that organization for its considerable assistance. The policy statement, which reflects a consensus of the various provincial securities administrators, will take effect in its final form on January 1, 1985. Comments on the policy statement are invited and will be received by the Commission until December 7, 1984.

1.3 NOTICES

1.3.1 SECURITIES INDUSTRY REVIEW: MEETING SCHEDULE & SUBMISSIONS

MEETING SCHEDULE

Attached hereto is the schedule of appearances at the Commission's meeting. There may be minor variations to the schedule, which will be published in next week's Bulletin and posted, on a daily basis, during the meeting.

SUBMISSIONS

In the Bulletin of May 4, 1984 ((1984), 7 OSCB 1907) the Commission published a press release dated May 2, 1984 announcing its intention to undertake a policy review on the "Competitive Position of the Securities Industry in Domestic and International Financial Markets". Subsequently, on June 29, 1984 ((1984), 7 OSCB 2766) the Commission published a preliminary issues paper setting out its primary concerns in ensuring the efficiency of domestic capital markets; the Commission invited comments and submissions in response to its preliminary issues paper. In response to the Commission's request for comments, the Joint Securities Industry Committee published its proposal, copies of which were appended to the Bulletin dated September 21, 1984 ((1984), 7 OSCB 3985) and may also be obtained from the Office of the Secretary upon request. The closing date for written submissions was November 5, 1984.

To date, the Commission has received comments from the following:

CANADIAN INVESTMENT DEALERS

1. Regulation and Ownership of Market Intermediaries in Canada - Report of the Joint Securities Industry Committee on behalf of the Alberta, Montreal, Toronto and Vancouver Stock Exchanges and the Investment Dealers Association of Canada. September 19, 1984.

2. Supplementary Report of the Joint Securities Industry Committee on behalf of the Alberta, Montreal, Toronto and Vancouver Stock Exchanges and the Investment Dealers Association of Canada. November 2, 1984. Submitted by Tory, Tory, DesLauriers & Binnington (Richard J. Balfour).

3. Midland Doherty Limited - Regulation and Ownership of Market Intermediaries in Canada. October 24, 1984.

4. Gardiner, Watson Limited on The Securities Industry Policy Review. November 5, 1984. Submitted by McCarthy & McCarthy (V.P. Alboini).

5. Bache Securities Inc. - Submission to the Ontario Securities Commission in Respect of its Policy Review of the Regulations Governing the Ownership and Registration of Securities Firms. November 5, 1984. Submitted by Osler, Hoskin & Harcourt (F.R. Allen).

6. McLeod Young Weir Limited - Regulation and its Effect on the Competitive Position of the Canadian Securities Industry in Domestic and International Financial Markets. November 5, 1984. Submitted by Davies, Ward & Beck (Garfield Emerson).

7. Merrill Lynch Canada Inc. - Submission to the Ontario Securities Commission in Respect of its Policy Review: Competitive Position of the Securities Industry in Domestic and International Financial Markets. November, 1984.

8. Gordon Capital Corporation - Submission with respect to Policy Review: Competitive Position of the Securities Industry in Domestic and International Financial Markets; Regulation: A Security Blanket or Strait-Jacket? November, 1984. Submitted by Davies, Ward & Beck (Thomas I.A. Allen, Q.C.).

9. First Marathon Securities Limited. November 7, 1984.

NON RESIDENT DEALERS

10. Morgan Stanley Canada Limited. November 6, 1984. Submitted by McCarthy & McCarthy (Rene Sorell).

11. Securities Industry Association. November 5, 1984. Submitted by McCarthy & McCarthy (V.P. Alboini).

12. Thomson McKinnon Securities Inc. November 5, 1984. Submitted by Osler, Hoskin & Harcourt.

13. Merrill Lynch Capital Markets. November 5, 1984.

14. Drexel Burnham Lambert Incorporated. November 2, 1984.

15. First Boston Canada Limited. November 5, 1984. Submitted by McCarthy & McCarthy (Rene Sorell).

16. Shearson Lehman/American Express Inc. November 1, 1984.

17. Salomon Brothers Inc. November 5, 1984.

18. Goldman, Sachs & Co. November 5, 1984.

19. The Charles Schwab Corporation. November 6, 1984. Submitted by McCarthy & McCarthy (V.P. Alboini).

20. S.G. Warburg & Co. Ltd. - Submission with respect to regulation and ownership of market intermediaries in Canada. November 6, 1984.

21. CIBC Limited. November 6, 1984.

22. The Nomura Securities Co., Ltd. November 5, 1984.

23. Daiwa Securities Co. Ltd. November 5, 1984.

24. The Nikko Securities Co., Ltd., Toronto Representative Office. November 5, 1984. Submitted by Fasken & Calvin (C.L. Sugiyama).

FINANCIAL INSTITUTIONS

25. The Prudential Assurance Company Limited. November 1, 1984.

26. Metropolitan Life Insurance Company. November 5, 1984. Submitted by Blake Cassels & Graydon.

27. Canadian Life and Health Insurance Association Inc. - Securities Industry Policy Review of Foreign Ownership Restrictions on Advisor and Mutual Fund Dealer Registrations. November 5, 1984.

28. Bank of Montreal. October 25, 1984.

29. The Canadian Bankers' Association. - The Competitive Position of the Securities Industry in Domestic and International Financial Markets. November 6, 1984.

OTHER

30. Deleted.

31. Executive Compensation Consultants Limited. November 5, 1984.

32. Mastercraft Development Corporation. November 5, 1984. Submitted by McCarthy & McCarthy (V.P. Alboini).

33. Committee on Legislation and Regulation, Ontario Chapter, Canadian Association of Financial Planners. October 31, 1984.

34. FEI Canada, Corporate Finance Committee. November 5, 1984.

35. Great Lakes Group Inc. - Corporate Profile. November 6, 1984.

36. The Permanent Commercial Limited. October 26, 1984.

37. Prospectors and Developers Association. November 2, 1984.

38. The Investment Funds Institute of Canada. November 6, 1984.

39. J.F. (Rick) Durst. November 7, 1984.

40. Discount Corporation of New York (Canada) Ltd. November 7, 1984.

41. Submission by the Director of Investigation and Research of the Combines Investigations Act to the Ontario Securities Commission on the Issue of Regulation and Ownership of Market Intermediaries in Canada. November 7, 1984.

42. Credit Suisse First Boston Limited. November 8, 1984.

43. Commission staff submission (to be released on or before November 16, 1984).

Bound copies of the written submissions (three volumes) received by the Commission may be purchased for $60.00 by contacting the Office of the Secretary (416) 963-0216. Copies of the staff submission will be available on or before November 16, 1984 and are included in the above-noted purchase price.

TRANSCRIPTS

Transcripts of the meeting will be available at a cost related to the number of persons ordering transcripts. Those interested in purchasing copies thereof should contact the Office of the Secretary (416) 963-0216.

Xerographic and microfiche copies of these documents are available from: Micromedia Ltd., 144 Front Street West, Toronto, Ontario M5J 2L9 (416) 593-5211.

DATE	NOVEMBER 19	NOVEMBER 20	NOVEMBER 21	NOVEMBER 22	NOVEMBER 23
10:00 a.m.	OSC Counsel	Gordon Capital	Merrill Lynch	Director of Investigation & Research, CIA	
2:00 p.m.	JSIC	Bache Securities	Gardiner, Watson First Marathon	Discount Corp. Rick Durst Prospectors and Developers Assoc.	
DATE	**NOVEMBER 26**	**NOVEMBER 27**	**NOVEMBER 28**	**NOVEMBER 29**	**NOVEMBER 30**
10:00 a.m.	Financial Executives Institute		CBA Toronto Investment Management Inc.	JSIC	JSIC
2:00 p.m.	Investment Funds Institute		T. Courchene Cdn. Association of Financial Planners	Royal Bank Orion Royal Bank	JSIC
DATE	**DECEMBER 3**	**DECEMBER 4**	**DECEMBER 5**	**DECEMBER 6**	**DECEMBER 7**
10:00 a.m.	McLeod, Young Weir	CIBC Limited Securities Industry Association	CBA Royal Bank	McLeod, Young Weir Merrill Lynch	OSC Counsel
2:00 p.m.	JSIC	Gardiner, Watson Bache Securities	Morgan Stanley First Boston Director of Investigation & Research, CIA	JSIC	

CHAPTER 2

DECISIONS, ORDERS AND RULINGS

2.1 CONTINENTAL BANK OF CANADA

IN THE MATTER OF THE SECURITIES ACT,
R. S. O. 1980, CHAPTER 466

AND

IN THE MATTER OF CONTINENTAL BANK OF CANADA

RULING
(Section 73)

UPON the application of Continental Bank of Canada ("Continental Bank") to the Ontario Securities Commission (the "Commission") for a ruling pursuant to section 73 of the Securities Act, R. S. O. 1980, chapter 466 (the "Act") that certain proposed trades in securities of Continental Bank are not subject to section 24 or 52 of the Act;

AND UPON reading the application and recommendation of the staff of the Commission;

AND UPON Continental Bank having represented to the Commission that:

(a) Continental Bank is a bank to which the Bank Act (Canada) applies and is a reporting issuer for purposes of the Act;

(b) Continental Bank Mortgage Corporation (the "Mortgage Corporation"), a wholly-owned subsidiary of Continental Bank, is a loan company incorporated under the Loan Companies Act (Canada), is registered under the Loan and Trust Corporations Act and is not a reporting issuer for purposes of the Act;

(c) the Mortgage Corporation proposes to issue notes (the "Mortgage Corporation Notes") that would be direct, unsecured obligations of the Mortgage Corporation ranking equally and rateably with all other unsecured obligations and all deposits of the Mortgage Cororation;

(d) the Mortgage Corporation Notes would be issued in registered form only under a trust indenture entered into among the Mortgage Corporation, a trustee (the "Trustee") and Continental Bank;

(e) the Mortgage Corporation Notes would be unconditionally guaranteed, as to payment of principal, premium, if any, and interest, by Continental Bank;

(f) the Mortgage Corporation Notes would be redeemable (the "Redemption") at the option of the Mortgage Corporation by delivery of debentures of Continental Bank (the "Bank Debentures") having terms substantially equivalent to those of the Mortgage Corporation Notes, except as described in paragraphs (g) and (i) below;

(g) the Bank Debentures would be issued in accordance with the Bank Act (Canada) and would be subordinate in right of payment to the deposit liabilities of Continental Bank;

(h) the Bank Debentures would be issued in registered form only under a trust indenture entered into between Continental Bank and the Trustee;

(i) the Bank Debentures would also provide that if the aggregate dividend declared on common shares of Continental Bank in any fiscal quarter of Continental Bank is less than a certain specified amount, Continental Bank will be permitted to satisfy the interest requirements with respect to Bank Debentures in its subsequent fiscal quarter by issuing common shares of the Bank (the "Common Share Issue");

(j) it is proposed that a short form prospectus (the "Short Form Prospectus"), containing a description of the material attributes and characteristics of the Mortgage Corporation Notes, the Bank Debentures and the common shares of Continental Bank and certificates signed by both the Mortgage Corporation and Continental Bank, be filed with the Commission and a receipt be obtained therefor in accordance with Policy 5.6 of the Commission;

(k) Continental Bank is eligible to use the prompt offering qualification system in accordance with Policy 5.6;

(1) the Inspector General of Banks has advised Continental Bank that:

(i) he has no objection to the propsed issue of Mortgage Corporation Notes redeemable by delivery of the Bank Debentures, and

(ii) no prospectus is required to be filed with him under the Bank Act (Canada) in respect of any trades in Bank Debentures in furtherance of the Redemption or in common shares of Continental Bank in furtherance of any Common Share Issue;

AND UPON the Commission being satisfied that to so rule would not be prejudicial to the public interest;

NOW THEREFORE IT IS RULED pursuant to subsection 73(1) of the Act that trades in Bank Debentures in furtherance of the Redemption and trades in common shares of Continental Bank in furtherance of the Common Share Issues are not subject to section 24 or 52 of the Act provided that:

1. the Short Form Prospectus as described in paragraph (j) of this ruling is filed with the Commission and a receipt is obtained therefor in accordance with Policy 5.6; and

2. the first trade in the Bank Debentures received upon the Redemption by a former holder of Mortgage Corporation Notes and the first trade in common shares of Continental Bank received upon a Common Share Issue by a holder of Bank Debentures will be a distribution for the purposes of the Act unless any such first trade made in accordance with subsection 71(5) of the Act and the regulations applicable thereto as if such provisions were applicable thereto.

October 22, 1984

"Peter Dey" "Charles Salter"

2.2 VENTURE LINK INVESTMENT TRUST

IN THE MATTER OF THE SECURITIES ACT,
R.S.O. 1980, CHAPTER 466

AND

IN THE MATTER OF VENTURE LINK INVESTMENT TRUST

AND

IN THE MATTER OF AN APPLICATION PURSUANT TO SECTION 117(2)
OF THE SECURITIES ACT, R.S.O. 1980, CHAPTER 466

ORDER
(Section 117(2))

UPON the application of The National Victoria and Grey Trust Company ("National") and Venture Link Management Corporation (the "Manager") to the Ontario Securities Commission (the "Commission") for an Order pursuant to section 117(2) of the Securities Act, R.S.O. 1980, c.466 (the "Act") exempting Venture Link Investment Trust (the "Trust") from certain of the requirements of Part XX of the Act;

AND UPON the applicants representing to the Commission that:

1. The Trust is a proposed unincorporated closed-end unit trust to be created under the laws of the Province of Ontario pursuant to a trust deed. The Trust will not be a reporting issuer and it is not expected that there will be a market for the units issued by the Trust. National is the proposed trustee under the Trust.

2. The Small Business Development Corporations Act (Ontario) (the "SBDCA") establishes a program which is designed to provide an incentive to investors investing in new equity shares of eligible small businesses ("ESB's") in Ontario. The SBDCA contemplates investment in ESB's by small business development corporations ("SBDC's") which are Ontario business corporations registered under the SBDCA. The incentive to investing in ESB's is provided through a mechanism whereby the beneficial owner of the equity shares of an SBDC may obtain a grant from the Ontario government equal to 30% of the amount invested in the equity shares of the SBDC.

3. The Trust proposes to accumulate capital through the issue and sale from time to time of units in series. Each unit series will be entirely separate from each other series. The details relating to each unit series will be set out in an Offering Memorandum relating to the series. Units of each series will have a minimum subscription price of $100,000 per unit and will be issued pursuant to the registration and prospectus exemptions contained in sections 34(1)5 and 71(1)(d) of the Act, respectively.

4. Units of the Trust will be issued exlusively to certain types of pension funds which qualify as ordinarily resident in Ontario within the meaning of the SBDCA.

5. Proceeds from the offering of units will be invested by the Trust in securities of SBDC's. Investment counsel advice in connection with investments will be provided to the Trust by KingWest and Company (the "Adviser"), a registered adviser under the Act, while the Manager will perform certain administrative functions relating to the Trust.

6. On the basis of information relating to potential investments collected and evaluated by the Manager, the Adviser will recommend proposed investment acquisitions to the Trust. Similarly, on the basis of ongoing information concerning an investment presented to the Adviser by the Manager on a regular basis, the Adviser may from time to time recommend proposed investment dispositions to the Trust.

7. Upon each investment in shares of an SBDC, the Trust will apply for grant under the SBDCA. The grant, if and when received, will be 30% of the amount paid by the Trust for equity shares of the SBDC. Funds received in the form of grants will also be invested by the Trust in the acquisition of equity shares of SBDC's. The Trust will also apply for grants with respect to these further investments in SBDC's and will distribute to the holders of its units the portion of such grants that remains after start-up costs of the Trust have been covered.

8. The Trust is intended to be a long-term investment vehicle. It is anticipated that the typical holding period for securities purchased by the Trust will range from 5 to 15 years although investments may be held for longer or shorter periods as events dictate. Unlike open-ended investment vehicles, no provision will be made for cash reserves to purchase units from pension funds wishing to liquidate their holdings. An investor may liquidate part of all of its investment in the units by the sale of any number of its units to another pension fund which is a unit holder. Alternatively, a unit holder may liquidate part or all of its units by requesting that such units be redeemed by the Trust for a pro rata share of the securities held by the Trust represented by the units to be redeemed. Upon request by a unit holder for redemption of one or more of its units, a pro rata share of the securities represented by such units will be held by National separate and apart from the investments of the Trust for the benefit of such unit holder. The net sale proceeds of any investments disposed of by the Trust will be distributed to the unit holders pro rata.

9. The pension funds investing in units of the Trust will normally not attract any tax under the Income Tax Act (Canada) (the "ITA") as a result of their investment in units of the Trust so long as the units are not considered to be "foreign property". Part XI of the ITA subjects pension funds to a tax to the extent that the fair market value of the fund's "foreign property" exceeds 10% of the fair market value of the aggregate of all the fund's property. Since pension funds are invariably at or close to the 10% tax-free level of ownership of foreign property, a successful commercial distribution of units of the Trust requires that the units avoid classification as foreign property.

10. The Trust is intended to be structured in such a fashion as to benefit from provisions in the Regulations to the ITA which will permit units issued by the Trust to avoid classification as foreign property. The structure requires that the Trust be a "unit trust" within the meaning of subsection 108(2) of the ITA and that the units issued by the Trust have conditions attached thereto that include conditions "requiring the Trust to accept, at the demand of the holder thereof and at prices determined and payable in accordance with the conditions, the

surrender of the units, or fractions or parts thereof, that are fully paid". It is intended that an advance Income Tax ruling be obtained from Revenue Canada which will confirm this tax treatment.

11. The requirement to qualify as a unit trust under the ITA will cause the Trust to fall technically within the definition of a "mutual fund" under section 1(1)25 of the Act. Since the Trust is organized under the laws of Ontario and is not a "private mutual fund" within the meaning of section 1(1)32 of the Act, the Trust will also be a "mutual fund in Ontario" within the meaning of section 1(1)26 of the Act.

12. Classification of the Trust as a "mutual fund in Ontario" would subject the Trust, inter alia, to Part XX of the Act, and, in particular, to section 107(2)(b) thereof. Section 107(2)(b), when read together with section 106(c), prohibits a mutual fund in Ontario from investing in securities to which are attached more than 20% of the voting rights attached to all the voting securities of an issuer for the time being outstanding.

13. Classification of the Trust as a mutual fund may also cause one or more of National Policies Nos. 6, 7, 8, 9, 10, 11, 19, 20, 23, 24, 28 and 29 and O.S.C. Policies 11.1, 11.2, 11.3 and 11.4 to be applicable to the Trust.

AND UPON being otherwise satisfied in the circumstances that there is adequate justification for so doing;

IT IS ORDERED pursuant to section 117(2) of the Act, that the Trust is exempted from compliance with section 107(2)(b) of the Act in connection with investments made by the Trust;

PROVIDED THAT the Trust obtain an advance Ruling from Revenue Canada that the Trust qualifies as a unit trust within the meaning of subsection 108(2) of the ITA or obtain from Blake, Cassels and Graydon, Barristers and Solicitors, an opinion that the Trust qualifies as a unit trust within the meaning of subsection 108(2) of the ITA.

AND IT IS CONFIRMED that National Policies Nos. 6, 7, 8, 9, 10, 11, 19, 20, 23, 24, 28 and 29, and O.S.C. Policies 11.1, 11.2, 11.3 and 11.4 are not applicable to the Trust.

November 2nd, 1984.

"Charles Salter" "R. J. Kane"

2.3 CASSELS BLAIKIE & CO. LIMITED AND BARRTOR CANADIAN FUND

IN THE MATTER OF THE SECURITIES ACT,
R. S. O. 1980, CHAPTER 466

AND

IN THE MATTER OF CASSELS BLAIKIE _CO. LIMITED

AND

BARRTOR CANADIAN FUND

ORDER

(Subsection 113(2))

UPON the application of Cassels Blaikie & Co. Limited ("Cassels Blaikie"), a corporation incorporated under the laws of Ontario, to the Ontario Securities Commission (the "Commission") for an order, pursuant to subsection 113(2) of the Securities Act, R. S. O. 1980, chapter 466 (the "Act"), that subsection 113(1) does not apply to any transaction referred to in paragraph (c) thereof effected by Barrtor Canadian Fund (the "Fund"), through Cassels Blaikie or its affiliates;

AND UPON the Commission being satisfied that to grant this order would not be prejudicial to the public interest;

IT IS ORDERED pursuant ot the provisions of subsection 113(2) of the Act that subsection 113(1) of the Act shall not apply to any purchase or sale referred to in paragraph 113(1)(c) of the Act effected by the Fund through Cassels Blaikie or its affiliates from and after July 24, 1984, provided that Cassels Blaikie ensures that the Fund includes in any Statement of Portfolio Transactions referred to in subsection 75(1) of the Regulation under the Act the amount of the fee received by Cassels Blaikie or its affiliates in connection with the purchase or sale of securities referred to in items 3 and 4 of the aforesaid subsection 75(1) of the Regulation.

November 2, 1984.

"Charles Salter" "R. J. Kane"

2.4 ROXY PETROLEUM LTD.

IN THE MATTER OF THE SECURITIES ACT,
R.S.O. 1980, CHAPTER 466

AND

IN THE MATTER ROXY PETROLEUM LTD.

ORDER
(Section 117(2)(a)(ii))

UPON the application of ROXY PETROLEUM LTD. (the "Issuer"), a Company incorporated under the laws of Alberta, to the Ontario Securities Commission (the "Commission") pursuant to section 117(2)(a)(ii) of the Securities Act, R.S.O. 1980, c.466, (the "Act");

AND UPON the Commission, pursuant to section 6 of the Act, having assigned to me the power to make an Order under section 117(2)(a) of the Act;

AND UPON being satisfied in the circumstances of this particular case that there is adequate justification for so doing;

IT IS ORDERED pursuant to section 117(2)(a)(ii) of the Act that the insiders of the Issuer be and hereby are exempted from the reporting requirements of section 102 of the Act with respect to the acquisition of securities of the Issuer through the Employee Benefit Plan and the Deferred Profit Sharing Plan (the "Plans") provided that:

1. Each insider shall file by April 30 of each year a report in the form prescribed by section 102 of the Act disclosing therein any increase not previously reported in the holdings of such insider of securities through the Plans during the twelve month period ending March 31 preceding such date; and

2. If any insider should dispose of securities acquired through the Plans prior to reporting the acquisition thereof, such insider shall file a report in accordance with section 102 of the Act disclosing therein both the acquisition and disposition of such securities.

November 7th, 1984.

"John F. Leybourne"

2.5 ROCHESTER MIDLAND CORPORATION/CANADIAN GERMICIDE COMPANY LIMITED

IN THE MATTER OF THE SECURITIES ACT,
R.S.O. 1980, CHAPTER 466

AND

IN THE MATTER OF ROCHESTER MIDLAND CORPORATION AND
CANADIAN GERMICIDE COMPANY LIMITED

ORDER
(Section 99(e))

UPON the application of Rochester Midland Corporation (the "Company") to the Ontario Securities Commission (the "Commission") pursuant to section 99(e) of the Securities Act, R.S.O. 1980, c.466 (the "Act") for an order exempting the Company from the requirements of Part XIX of the Act;

AND UPON it appearing to the Commission that:

1. The Company, a New York State corporation, is not a reporting issuer in the Province of Ontario;

2. The Company is making an offer (the "Offer") to the shareholders of Canadian Germicide Company Limited ("CGC Limited") to purchase all the issued and outstanding shares of CGC Limited;

3. The Offer is being made in accordance with the federal securities laws of the United States of America and the Canada Business Corporations Act S.C. 1974, c.33 as amended;

4. The books of CGC Limited indicate that as of October 5, 1984, 5 (less than 17%) of its Class 10 Stock shareholders and 13 (100%) of its Class 1 Stock shareholders holding 1,320 and 1,440 shares respectively reside in Ontario;

5. The shares of CGC Limited have never been offered to the public;

AND UPON the Commission being of the opinion that to grant this order would not be prejudicial to the public interest;

1. IT IS ORDERED pursuant to paragraph 99(e) of the Act that the Company is exempted from the requirements of Part XIX of the Act with respect to the Offer provided that all material in connection with the Offer, which the Company is obligated to file pursuant to the federal securities laws of the United States and the Canada Business Corporations Act, S.C. 1974, c.33 as amended, sent to shareholders of the Company and CGC Limited shown on the books of the Company and CGC Limited as having addresses in the United States of America is filed with the Commission and sent to shareholders of CGC Limited having addresses in Ontario.

2. IT IS FURTHER ORDERED that a copy of this Order shall be sent to shareholders of CGC Limited having addresses in Ontario.

October 31st, 1984.

"Charles Salter" "R. J. Kane"

2.6 ETHYL CORPORATION

IN THE MATTER OF THE SECURITIES ACT,
R.S.O. 1980, CHAPTER 466

AND

IN THE MATTER OF ETHYL CORPORATION

ORDER
(Section 99(e))

UPON the application of Ethyl Corporation (the "Company") to the Ontario Securities Commission (the "Commission") pursuant to paragraph 99(e) of the Securities Act, R.S.O. 1980, c.466 (the "Act") for an order exempting the Company from the requirements of Part XIX of the Act;

AND UPON it appearing that:

1. The Company, a Virginia corporation, is a reporting issur as defined in the Act only because its shares were formerly listed on The Toronto Stock Exchange and such shares have been delisted since October 8, 1984;

2. The Company is making an offer (the "Offer") to purchase 6,000,000 shares of its common stock, the Offer being made in accordance with the federal securities laws of the United States of America; and

3. The Books of the Company indicate that as of September 30, 1984, 43 (less than 1%) of its shareholders holding 75, 024 (less than 1%) of its shares have addresses in Ontario;

AND UPON being of the opinion that to grant this order would not be prejudicial to the public interest;

1. IT IS ORDERED pursuant to paragraph 99(e) of the Act that the Company is exempted from the requirements of Part XIX of the Act with respect to the Offer provided that all material in connection with the Offer sent to shareholders shown on the books of the Company as having addresses in the United States of America is filed with the Commission and sent to shareholders of the Company having addresses in Ontario.

2. IT IS FURTHER ORDERED that a copy of this Order shall be sent to shareholders of the Company having addresses in Ontario.

October 31st, 1984.

"Charles Salter" "R. J. Kane"

2.7 ULS INTERNATIONAL INC.

Headnote

Section 73 - Certain trades pursuant to employee share compensation plan not subject to sections 24 and 52 of the Act.

IN THE MATTER OF THE SECURITIES ACT,
R. S. O. 1980, CHAPTER 466

AND

IN THE MATTER OF THE EMPLOYEE SHARE COMPENSATION PLAN OF
ULS INTERNATIONAL INC. AND ITS AFFILIATES

RULING
(Section 73)

UPON the application of ULS International Inc. (the "Applicant") to the Ontario Securities Commission (the "Commission") pursuant to section 73 of the Securities Act, R. S. O. 1980, chapter 466 (the "Act") for a ruling that proposed trades pursuant to the Employee Share Compensation Plan (the "Plan") of the Applicant and its affiliates are not subject to sections 24 and 52 of the Act;

AND UPON the Applicant having represented to the Commission that:

1. The Applicant, a private company incorporated under the Canada Business Corporations Act, is a wholly-owned subsidiary of Leitch Transport Ltd;

2. The Applicant's affiliates include Marbulk Carriers Limited, Marbulk Shipping Ltd., Leitch Transport Canada Limited and Upper Lakes Shipping Limited, none of which is a reporting issuer;

3. The Applicant and its affiliates propose the establishment of the Plan for the purpose of providing compensation in lieu of cash for past and current service to certain employees of the Applicant and its affiliates;

4. A corporation affiliated with the Applicant is to be incorporated under the name ULS Employees' Investments Inc. ("Empco") to constitute the vehicle for the application of the Plan;

5. Empco Class A and Class B cumulative redeemable retractable shares ("Shares") will be issued to the Applicant and its affiliates and then transferred to employees in accordance with the Plan;

6. The Plan provides that in cases of financial necessity, Shares may be repurchased by a trustee from an employee and resold to other employees of the Applicant and its affiliates; otherwise, Shares are not transferable;

7. The employees of the Applicant and its affiliates will not be induced to purchase Shares by expectation of employment or continued employment;

All as described in the application;

AND UPON the Commission being satisfied that to so rule would not be prejudicial to the public interest;

NOW THEREFORE IT IS RULED pursuant to subsection 73(1) of the Act that the following trades in the Shares are not subject to sections 24 and 52 of the Act:

1. The issuance of Shares by Empco to the Applicant and its affiliates;

2. The transfer of shares by the Applicant and its affiliates to employees thereof;

3. The purchase or redemption of shares by Empco; and

4. The purchase of Shares by a trustee and the sale of Shares by such trustee to employees of the Applicant and its affiliates;

PROVIDED THAT the employees of the Applicant and its affiliates are not induced to purchase Shares by expectation of employment or continued employment.

October 31, 1984.

"Charles Salter" "E. S. Miles"

2.8 N.W.T. COPPER MINES LIMITED

IN THE MATTER OF THE SECURITIES ACT,
R.S.O. 1980, CHAPTER 466

AND

IN THE MATTER OF N.W.T. COPPER MINES LIMITED

ORDER
(Section 79(b)(iii) - O.S.C. POLICY 2.6)

UPON the application of N.W.T. COPPER MINES LIMITED (the "Issuer"), a company incorporated under the laws of Ontario, to the Ontario Securities Commission (the "Commission") for an order pursuant to section 79(b)(iii) of the Securities Act, R.S.O. 1980, c.466 (the "Act") and Commission Policy 2.6 exempting the Issuer from the requirements of sections 76 and 78 of the Act;

AND UPON the Commission, pursuant to section 6 of the Act, having assigned to me the power to make such an order where a reporting issuer satisfies me that it is dormant or inactive in the sense used in Commission Policy 2.6;

AND UPON being satisfied that to do so would not be prejudical to the public interest and that in the circumstances of this particular case there is adequate justification for so doing;

IT IS ORDERED pursuant to section 79(b)(iii) of the Act that the Issuer be and hereby is exempted from filing with the Commission and sending to holders of its securities interim financial statements;

AND IT IS FURTHER ORDERED that these exemptions shall terminate forthwith after the occurrence of a material change in the Issuer's affairs unless the Issuer satisfies the Commission that such exemptions should continue.

November 7th, 1984.

"John F. Leybourne"

2.9 LOUISBURG PROPERTY HOLDINGS LIMITED

IN THE MATTER OF THE SECURITIES ACT,
R.S.O. 1980, CHAPTER 466

AND

IN THE MATTER OF LOUISBURG PROPERTY HOLDINGS LIMITED

ORDER
(Section 79(b)(iii) - O.S.C. POLICY 2.6)

UPON the application of LOUISBURG PROPERTY HOLDINGS LIMITED (the "Issuer"), a company incorporated under the laws of Nova Scotia, to the Ontario Securities Commission (the "Commission") for an order pursuant to section 79(b)(iii) of the Securities Act, R.S.O. 1980, c.466 (the "Act") and Commission Policy 2.6 exempting the Issuer from the requirements of sections 76 and 78 of the Act;

AND UPON the Commission, pursuant to section 6 of the Act, having assigned to me the power to make such an order where a reporting issuer satisfies me that it is dormant or inactive in the sense used in Commission Policy 2.6;

AND UPON being satisfied that to do so would not be prejudical to the public interest and that in the circumstances of this particular case there is adequate justification for so doing;

IT IS ORDERED pursuant to section 79(b)(iii) of the Act that the Issuer be and hereby is exempted from filing with the Commission and sending to holders of its securities interim financial statements;

AND IT IS FURTHER ORDERED that these exemptions shall terminate forthwith after the occurrence of a material change in the Issuer's affairs unless the Issuer satisfies the Commission that such exemptions should continue.

November 7th, 1984.

"John F. Leybourne"

CHAPTER 3

REASONS: DECISIONS, ORDERS, RULINGS (NIL)

THERE IS NO MATERIAL FOR THIS CHAPTER

IN THIS ISSUE

CHAPTER 4

CEASE TRADING ORDERS - SECTION 123

4.1 RESCINDING ORDERS

4.1.1 MAGNACON MINES & OILS LIMITED

MAGNACON MINES & OILS LIMITED

The cease trading order dated September 28, 1984, and continued October 12, 1984, was rescinded November 6, 1984, the company being now up to date with its filings.

4.1.2 CONSOLIDATED NATURAL GAS COMPANY

CONSOLIDATED NATURAL GAS COMPANY

The cease trading order dated October 1, 1984, and continued October 15, 1984, was rescinded November 6, 1984, the company being now up to date with its filings.

4.2 EXTENDING CEASE TRADING ORDERS

4.2.1 ERRINGTON GOLD EXPLORATION LTD.

4.2.2 CONTINENTAL RESEARCH & DEVELOPMENT LTD.

ERRINGTON GOLD EXPLORATION LTD.
CONTINENTAL RESEARCH & DEVELOPMENT LTD.

The cease trading order dated October 19, 1984, with respect to each company was continued November 2, 1984, pending each company complying with Part XVII of the Securities Act.

CHAPTER 5

POLICIES

5.1 MUTUAL FUNDS/NATIONAL POLICY STATEMENT NO. 36

The following insert is a text of National Policy Statement No. 36, Mutual Funds - Simplified Prospectus Qualification System.

NATIONAL POLICY STATEMENT No. 36

Mutual Funds - Simplified

Prospectus Qualification System

A. Introduction and Purpose

Until 1980, disclosure to the public of information relevant to the purchase of mutual fund shares or units was only possible by way of a prospectus.

In 1980, the provincial and territorial securities commissions and administrators (the "Commissions" or individually the "Commission") adopted a simple, plain language system of disclosure for mutual funds requiring the use of a summary statement. That system retained the prospectus as the cornerstone information document, and filing procedures remained as they were previously with the only change being the addition of the summary statement, a disclosure document which may not have required amendment from year to year.

In 1983, the new Quebec Securities Act and its regulations introduced a simple, plain language disclosure system known as the simplified prospectus system. This system requires a simplified prospectus (similar to a summary statement) to be delivered to the public and requires no prospectus, but substitutes an annual information form and continous disclosure filings (together known as the permanent information record).

The Commissions recognize the difficulty arising from two similar but different systems of disclosure and accordingly have agreed to a national disclosure system based upon the Quebec simplified prospectus system.

B. Procedure

1. Every conventional mutual fund in Canada is eligible to use either:

   (a) the prospectus system of disclosure; or

   (b) the simplified prospectus system of disclosure set out in this Policy Statement.

2. The simplified prospectus system comprises the following:

   (a) a simplified prospectus prepared in accordance with the requirements set out in Appendix A;

   (b) an annual information form prepared in accordance with the requirements set out in Appendix B;

(c) such other information as is required to be filed by the mutual fund with any Commission, pursuant to the securities legislation of such province or territory in which the simplified prospectus is filed, including most recent annual financial statements together with the auditor's report thereon, subsequent semi-annual financial statements, reports of material changes and any information circular or the annual filing made in lieu thereof subsequent to the date of the last annual information form.

All information referred to in clauses (a), (b) and (c) of paragraph B.2 shall be known collectively as the Permanent Information Record.

3. Where two or more mutual funds have a common manager and their affairs are conducted in a similar manner, the mutual funds may, subject to the discretion of the director of a Commission or the securities administrator of a province or territory (the "Director") to refuse to accept the annual information form or issue a receipt for the simplified prospectus on the basis that disclosure contained therein is unduly complex or unclear, file one annual information form and one simplified prospectus to qualify for distribution the shares or units of the related mutual funds.

C. Annual Information Form

1. A conventional mutual fund may file with the Commission an annual information form prepared and certified in accordance with the requirements of Appendix B.

2. Each annual information form submitted by a mutual fund to the Commission for filing under this policy statement shall be subject to acceptance for filing by the Director, with such amendments or additions thereto, if any, as the Director considers necessary in order to comply with the requirements set out in Appendix B, and notification of such acceptance shall be provided annually to the mutual fund by the Director in writing.

3. The annual information form shall be accompanied by an undertaking of the manager of the mutual fund or, if the mutual fund has no manager, of the mutual fund, to the Commission, to provide to any person or company without charge, upon request to the mutual fund, one copy of the permanent information record of the mutual fund.

4. Where any solicitor, auditor, accountant, engineer, appraiser, or other person or company whose profession gives authority to a statement or opinion made by him is named in a document incorporated by reference into or deemed to form a part of the annual information form and/or the simplified prospectus, or is named as having prepared or certified a report or valuation used in a document

incorporated by reference into or deemed to form part of an annual information form and/or simplified prospectus, the written consent of the person or company to being so named and to the use of the report, valuation, statement or opinion shall be filed not later than the time the annual information form and simplified prospectus are filed.

5. Where a misrepresentation is contained in a mutual fund's annual information form, the misrepresentation shall be deemed to be contained in the mutual fund's simplified prospectus. As used in this Policy Statement, a misrepresentation means an untrue statement of a material fact or the omission to state a material fact required to be stated or that is necessary to make a statement not misleading in light of the circumstances in which it was made.

D. Simplified Prospectus

1. A mutual fund which files an annual information form shall file concurrently therewith a preliminary or pro forma simplified prospectus prepared in accordance with Appendix A in respect of the distribution of its securities.

2. Every preliminary (but not pro forma) simplified prospectus shall have printed in red ink on the outside front cover page the following statement or such variation thereof as the Director may permit:

"This is a preliminary simplified prospectus relating to these securities, a copy of which has been filed with [insert names of provinces and territories in which the preliminary simplified prospectus has been filed] but which has not yet become final for the purpose of a distribution to the public. Information contained herein is subject to completion or amendment. These securities may not be sold to, nor may offers to buy be accepted from, residents of such jurisdictions prior to the time a receipt for the final simplified prospectus is obtained from the appropriate securities commission or other regulatory authority."

3. The simplified prospectus filed by a mutual fund is a prospectus within the meaning of the securities legislation of the various provinces and territories in which it is filed. Consequently a preliminary or pro forma simplified prospectus and a simplified prospectus must be filed within the time periods prescribed by such legislation.

4. The simplified prospectus submitted by a mutual fund for filing under this Policy Statement shall be subject to acceptance for filing by the Director with such amendments or additions thereto, if any, as the Director considers

necessary in order to comply with the requirements set out in Appendix A or as may be necessary to ensure that it is not contrary to the public interest or the provisions of applicable securities legislation for the Director to issue a receipt for such simplified prospectus, and a receipt for such simplified prospectus shall be provided to the mutual fund by the Director concurrently with the notification prescribed in paragraph C.2 of this Policy Statement.

5. It is the intention of the Commissions that a simplified prospectus need not be revised annually but only so often as is necessary to reflect therein a change in the affairs of the mutual fund which is required to be disclosed therein and the Commissions anticipate that the pro forma simplified prospectus and simplified prospectus, although filed annually, will frequently not be revised annually.

6. Where a material change occurs in the affairs of the mutual fund relating to matters described in a simplified prospectus and thereby requiring amendment to a simplified prospectus for which a receipt has been issued, such amendment or amended simplified prospectus shall be filed with the Commission and a receipt obtained therefor.

E. Financial Statements

1. Every annual information form and simplified prospectus filed under this Policy Statement shall be accompanied by, or there shall have been previously filed:

   (a) an income statement

   (b) a balance sheet

   (c) a statement of investment portfolio

   (d) a statement of portfolio transactions

   (e) a statement of changes in net assets

   of the mutual fund each for or as at the end of, as appropriate its last financial year with, except for clauses (c) and (d), comparative figures for its next preceding financial year, or for any period or periods permitted or required by the Director, together with an auditors' report thereon.

2. Each simplified prospectus required to be sent or delivered to a purchaser under the provisions of the securities legislation of any province or territory in which the simplified prospectus is filed shall be accompanied by:

   (a) a copy of the financial statements referred to in paragraph E.1; and

   (b) where one or more financial statements for periods subsequent to those covered by the financial statements

described in clause E.2 (a) have been filed with a Commission, a copy of the financial statements that were filed most recently before the day the simplified prospectus is sent or delivered.

3. Notwithstanding paragraph E.1, a statement of portfolio transactions need not be reported on by an auditor and need not be sent or delivered to a purchaser if the statement of portfolio transactions:

   (a) contains a certificate signed by the Chief Executive Officer and Chief Financial Officer of the mutual fund, or the person or persons temporarily carrying out the responsibilities of either of them, that the statement of portfolio transactions presents fairly the required information; and

   (b) the statement of portfolio transactions forms part of the mutual fund's permanent information record and is forwarded to a person or company who requests a copy of the permanent information record.

F. Review Procedure

1. The annual information form, the preliminary or pro forma simplified prospectus and the annual financial statements will be reviewed together, annually, in accordance with normal review procedures applicable to mutual funds.

2. The annual information form and simplified prospectus may be filed pursuant to National Policy No. 1, whereupon the prospectus clearance procedures referred to therein will apply to both documents.

3. National Policy No. 30, "Processing of Seasoned Prospectuses" applies mutatis mutandis to an annual information form and a simplified prospectus.

Appendix 'A'

INFORMATION REQUIRED TO BE INCLUDED IN A SIMPLIFIED PROSPECTUS

General Instruction

The simplified prospectus is intended to be a concise presentation in plain language of the information required. The requirements and the instructions relating thereto should be read in light of this intention and the presentation of such information in the simplified prospectus should reflect this intention.

Item 1. **Cover Statement**

Language in substantially the following form should appear on the outside cover page of the simplified prospectus:

"The information contained herein must be accompanied by the annual financial statements of the Fund for the last financial year and the auditors' report thereon, which statements and report are considered to form part of this document. As well, if subsequent financial statements have been filed with the Securities Commission a copy of the most recent of such subsequent statements must also accompany this document."

Item 2. **Introductory Statement**

Language in substantially the following form should appear on the first page of the simplified prospectus:

"This simplified prospectus is a concise outline of the relevant information about the Fund which you should know before making a decision to purchase its securities. The Fund is required by law to fully disclose additional facts, related to this information, in an annual information form, financial statements and other material documents filed with securities regulatory authorities in each Province where the Fund's securities are offered, which documents collectively are known as

the Fund's permanent information record.

Securities laws in Canada establish certain security holder rights which are described in this simplified prospectus. These rights are based in part on other disclosures of the Fund found in the annual information form which is incorporated into this simplified prospectus by reference, as well as upon disclosure contained in this simplified prospectus. All of these rights are available to you even though you receive only this simplified prospectus and accompanying financial statements.

The documents currently in the permanent information record may be obtained by you by writing to the Fund at:

(Address of Fund)

or through a dealer."

Item 3. **Name and Formation of Issuer**

State the full name of the issuer and the address of its head office. State the laws under which the issuer was formed and the manner and date of formation. If the issuer's name was changed during the past twelve months state its former name and the date on which it was changed. State the name and address of the promoter, if any.

Item 4. **Description of Business**

Briefly describe the business of the issuer.

Item 5. **Risk Factors**

(a) Where appropriate to a clear understanding by investors of the risk factors and speculative nature of the enterprise or of the securities being offered, an introductory statement shall be made on the first page summarizing the factors which make the purchase a risk or speculation. The information may be given in the body of the simplified prospectus if an appropriate reference is made on the first page to the risks and the speculative or promotional nature of the enterprise and a cross reference is made to the place in the simplified prospectus where the information is contained.

(b) Where this is a risk that purchasers of the securities offered may become liable to make an additional contribution beyond the price of the security, disclose any information or facts that may bear on the security holder's assessment of risk associated with the investment.

Item 6. **Description of Securities Offered**

(a) State the description or the designation of the class of shares or units offered and furnish all material attributes and characteristics including, without limiting the generality of the foregoing, the following information:

(i) dividend rights;

(ii) voting rights;

(iii) liquidation or distribution rights;

(iv) pre-emptive rights;

(v) conversion rights;

(vi) redemption, purchase for cancellation or surrender provisions;

(vii) liability to further calls or to assessment by the issuer; and

(viii) provisions as to modification, amendment or variation of any such rights or provisions.

(b) If the rights of holders of such shares or units may be modified otherwise than in accordance with the provisions attaching to such shares or units or the provisions of the governing act relating thereto, so state and explain briefly.

Instructions

1. This item requires only a brief summary of the provisions that are material from an investment standpoint. The provisions attaching to the shares or units may be entered in the permanent information record.

2. If the rights attaching to the shares or units being offered are materially limited or qualified by those attached to any other class of securities or if another class of securities

ranks ahead of or equally with the shares or units being offered, include information regarding such other securities that will enable investors to understand the rights attaching to the shares or units being offered. If any shares or units being offered are to be offered in exchange for other securities, an appropriate description of the other securities shall be given. No information need be given, however, as to any class of securities that is to be redeemed or otherwise retired, provided appropriate steps to assure redemption or retirement have been or will be taken prior to or contemporaneously with the delivery of the shares or units being offered.

Item 7. **Price of Securities on Sale or Redemption**

(a) Describe briefly the method followed or to be followed by the issuer in determining the price at which its securities will be offered for sale and redeemed and state the frequency with which the net asset value is determined and the time when the price becomes effective.

(b) State, where applicable, the sales charge expressed as a percentage of the total amount paid by the purchaser and as a percentage of the net amount invested in securities of the issuer. Where these charges vary on a quantity basis give particulars of the quantities and the respective sales charges applicable thereto.

(c) Describe briefly the procedure followed or to be followed by the purchaser for securities on sale or redemption, including any special purchase plans which may exist and any penalty fo early redemption. State, where applicable, any redemption charge expressed as a percentage of the redemption price on a quantity basis, give particulars of the quantities and the respective redemption charges applicable thereto.

(d) Describe briefly any specific right or requirement to reinvest the proceeds of dividends or similar distributions in the issuer's securities.

(e) Refer the purchaser to the annual information form for a detailed statement of the information required in this item.

Item 8. **Method of Distribution**

Outline briefly the method of distribution of the securities being offered. If sales are to be effected through a person or company (the 'contractual distributor') pursuant to an arrangement with the issuer, give brief details of any arrangements with the contractua distributor. See Item 9.

Instructions

1. If the securities are being offered by way of a contractual plan, give the main particulars of the contractual plan, including:

(i) minimum initial investment;

(ii) subsequent minimum investment;

(iii) sales charge deductions from such minimum investments;

(iv) sales charges as a percentage of the amount paid by the purchaser and as a percentage of the net amount invested in securities of the issuer;

(v) the total amount invested contrasted to the amount paid by the purchaser.

2. As used in this item, sales charge includes all service charges including charges related to the establishment of a contractual plan and its continuing administration and maintenance.

Item 9. **Responsibility for Principal Functions**

(a) Give a concise statement of the manner in which the following functions of the issuer are performed and who is responsible therefor, stating how such functions are co-ordinated and, to the extent that any

such functions are not performed by bona fide employees of the issuer, the names and addresses of the persons or companies responsible for performing such functions

(i) management of the issuer other than management of the investment portfolio;

(ii) management of the investment portfolio;

(iii) providing investment analysis;

(iv) providing investment recommendations;

(v) making investment decisions;

(vi) purchase and sale of the investment portfolio and brokerage arrangements relating thereto;

(vii) distribution of the securities offered.

(b) Refer the purchaser to the annual information form for greater detail regarding the purchase and sale of the investment portfolio and brokerage arrangements relating thereto.

(c) Indicate the circumstances under which the management agreement may be terminated.

(d) Indicate conflicts of interest or potential conflicts of interest between the issuer and the persons or companies named in answer to paragraph (a).

Instructions

1. The address given may be the municipality of residence or a postal address, however the Commission may request that the home address in full be furnished to it.

2. In giving information regarding distribution of securities the name and address of only the contractual distributor need be given.

3. If one or more persons or companies perform more than one of the functions referred to in this Item, so state, giving details of all functions so performed.

Item 10. **Management Fees**

(a) Indicate the method of determining the amount of management fees and, distinguishing between those charged to the issuer and those charged directly to security holders, other expenses, if any, and make a cross reference to the financial statements for details as to the amount of management fees and

other expenses, if any, which have been charged to the issuer.

(b) Set out in tabular form in the simplified prospectus or by way of note to the financial statements, a record of management expense ratio comprising the aggregate of all fees and other expenses paid or payable by the issuer during each of the last five completed financial years as a percentage of average net assets under administration during each of those financial years. Such disclosure should also include a brief description of the method of calculating the percentage and a statement that the management expense ratio may vary from one mutual fund to another.

Instructions

1. Where management fees are changed or are proposed to be changed and where such change would have had an effect on the management expense ratio for the most recent financial year if the change had been in effect throughout that year, the effect of such change should be disclosed.

2. Where the financial year is other than a full year, the management expense ratio should be annualized, the period covered specified and a statement made that the management expense ratio is annualized.

3. For purposes of this Item, "average net assets" should be calculated to be the average of the net assets at each valuation date of the issuer and before the deduction of management fees and other expenses, and the term 'other expenses" means all other expenses incurred in the course of ordinary business relating to the organization, management and operation of the issuer with the exception of the commissions and brokerage fees on the purchase and sale of portfolio securities and taxes of all kinds, other than penalties, to which the issuer is subject.

4. Where an issuer invests in another mutual fund, the management expense ratio shall be caluculated on the basis of those assets of the issuer on which a management fee is charged.

5. The financial statements should set out in appropriate detail the amounts of the management fee and other expenses, if any, which have been charged to the issuer.

6. The basis or rates of charges levied against security holders, rather than the issuer, for special services such as trustee fees for registered retirement savings plans, redemption fees, transfer fees between related mutual funds or any other specific charges to a class of investors, should be disclosed separately in a single table in the body of the simplified prospectus or as a note to the financial statements and should not be included as part of the management expense ratio.

Item 11. **Investment Objectives and Practices**

(a) Precisely state the investment objectives of the issuer.

(b) Refer the purchaser to the annual information form for information concerning restrictions on investment practices of the issuer in pursuing its objectives.

Instructions

Aims such as long-term capital appreciation or current income and the types of securities in which the issuer will invest should be described.

Item 12. **Dividends or Distributions**

Indicate, by way of note to the financial statements, the amount of dividends or other distributions per share or unit paid by the issuer including income allocated to security holders by way of dividend reinvestment or otherwise during the latest financial year and each of the previous four completed financial years.

Instructions

Dividends should be set out on a per security basis, shown separately for each class of security in respect of each of the financial years. Appropriate adjustments should be made to reflect changes in capitalization during the period.

Item 13. **Tax Status of Security Holders**

State in general terms the income tax consequences to the holders of the securities offered of:

(i) any distribution to such holders in the form of dividends or otherwise including amounts reinvested;

(ii) redemption of securities;

(iii) sale of securities;

(iv) transfers between mutual funds.

Item 14. **Legal Proceedings**

Describe briefly any legal proceedings material to the issuer, to which the issuer is a party or of which any of its property is the subject.

Instructions

Include the name of the court or agency, the date instituted, the principal parties thereto, the nature of the claim, the amount claimed if any, whether the proceedings are being contested, and the present status of the proceedings.

Item 15. **Other Material Facts**

Give particulars of any other material facts relating to the securities proposed to be offered.

Item 16. **Auditors, Transfer Agent and Registrar**

(a) State the name and address of the issuer's auditor.

(b) State the name of the issuer's transfer agent and registrar and the cities in which the registers of transfer of securities of the issuer are kept.

Item 17. **Purchasers' Statutory Rights**

Include the following statement in the simplified prospectus.

"Securities legislation in certain of the provinces provides purchasers with the right to withdraw from an agreement to purchase mutual fund shares or units within two business days after receipt of a simplified prospectus or within forty-eight hours after the receipt of a confirmation of a purchase of such securities. If the agreement is to purchase such securities under a contractual plan, the time period during which withdrawal may be made may be longer.

Appendix 'B'

INFORMATION REQUIRED TO BE INCLUDED IN THE ANNUAL INFORMATION FORM

General Instructions

The Annual Information Form is used in conjunction with a simplified prospectus, financial statements, notices of material change and similar material documents required to be filed to provide disclosure of all information concerning the mutual fund and the securities it proposes to issue. Information reported in an annual information form should be complete and presented in a style similar to that used in a prospectus.

Item 1. **Name and Formation of Issuer**

State the full name of the issuer and the address of its head office. State the laws under which the issuer was formed, and whether by articles of incorporation, trust indenture or otherwise and the date the issuer came into existence. If material, state whether the documents have been amended.

Instructions

Particulars of any such documents need be set out only if material to the securities offered by the simplified prospectus. See Appendix 'A', Item 6.

Item 2. **Business of the Issuer**

Describe the business of the issuer.

Instructions

1. If the issuer has engaged in any business other than that of a mutual fund during the past five years, state the nature of the other business and give the approximate date on which the issuer commenced to operate as a mutual fund. If the issuer's name was changed during the period, state its former name and the date on which it was changed. Indicate briefly the nature and results of any bankruptcy, receivership or similar proceedings or any other material reorganization of the issuer during the period.

2. If during the past two years any affiliate of the issuer had any material interest, direct or indirect, in any transaction involving the purchase of any substantial amount of assets presently held by the issuer, describe the interest of the affiliate in such transaction and state the cost of such assets to the purchaser and to the seller.

Item 3. **Price of Securities on Sale or Redemption**

Repeat disclosure from the simplified prospectus in respect of this Item and, in addition,

(a) Describe the rules used for the valuation of the issuer's assets and liabilities for the purpose of calculating net asset value and disclose all instances, within the past three years, when the discretion to deviate from these rules, if any, was exercised.

(b) Indicate briefly any difference in the sales charges imposed upon the sale of securities in connection with the conversion or exchange of securities or the reinvestment of dividends and similar distributions.

(c) In this form, "sales charge" includes all service charges including charges relating to such matters as cost of the establishment of a contractual plan and the cost of the continuing administration and maintenance of such a plan.

(d) When giving particulars of the sales charge with respect to a contractual plan indicate when during the term of the plan the sales charge will be deducted.

(e) Give particulars of the entitlement of the purchaser of a contractual plan to a refund of any sales charge incurred if the contractual plan is terminated during the term of such plan.

Item 4. **Responsibility for Principal Functions**

Repeat disclosure from the simplified prospectus in respect of this Item and, in addition;

(a) Provide the name and address in full or alternatively solely the municipality of residence or postal address

of each person, or of each of the directors and officers of each of the companies, responsible for the performance of the principal functions described in the simplified prospectus and set out above.

(b) Indicate the method of determining the amount of management fees and state the total of such fees paid during each of the last five completed financial years and separately for the period from the last completed financial year to a date within thirty days of this annual information form.

(c) Indicate the circumstances under which the management agreement may be terminated.

(d) Indicate conflicts of interest or pótential conflicts of interest between the issuer and the persons and companies named in answer to (a).

Instructions

1. Where an alternate address is listed, the Director may request that the home address in full be furnished to the Commission.

2. In giving information regarding distribution of securities the name and address of only the contractual distributor need be given. See Appendix 'A', Item 8.

3. In giving information regarding the purchase and sale of the investment portfolio and brokerage arrangements relating thereto the name and address of only the principal broker need be given.

4. In giving information regarding the purchase and sale of the investment portfolio and brokerage arrangements relating thereto give brief details of the following matter

(i) the total cost, during the last completed financial year of the issuer, of securities acquired, distinguishing between,

(a) securities of or guaranteed by the government of any country, or any political subdivision thereof;

(b) short-term notes; and

(c) other securities;

(ii) the total cost of securities held at the beginning and at the end of the issuer's last completed financial year;

(iii) the formula, method or criteria used in allocating brokerage business to persons or companies engaged in the distribution of the securities of the issuer;

(iv) the formula, method or criteria used in allocating brokerage business to persons or companies furnishing statistical, research or other services to the issuer or the manager of the issuer; and

(v) the amount of brokerage paid to the principal broker for the last three completed financial years, giving the total amount paid in each year and expressing the amount paid in each year as a percentage of the total brokerage paid by the issuer.

5. If one or more persons or companies performs more than one of the functions referred to in this item, so state, giving details of all functions so performed.

6. As used in this Form:

(a) "principal broker" includes,

(i) a person or company through whom the investment portfolio of the issuer is purchased or sold pursuant to a contractual arrangement with the issuer or the manager of the issuer providing for an exclusive right to purchase or sell the investment portfolio of the issuer or any feature which gives or is intended to give a broker or dealer a material competitive advantage over other brokers or dealers in respect of the purchase or sale of the investment portfolio of the issuer, or

(ii) a person or company, together with any affiliate, by or through whom 15 per cent or more of the securities transactions of the issuer were carried out; and

(b) "brokerage arrangements" or "brokerage business" include all purchases and sales of the investment portfolio, whether effected directly or through an agent.

7. With the consent of the Director, a person or company who would otherwise be a principal broker may, with respect

to any one or more of the items of disclosure required by this Form, be treated as not coming within the definition c a principal broker.

Item 5. **Investment Policy and Restrictions**

State the policy or proposed policy of the issuer with respect to each of the following types of activities describing the extent to which the issuer may engage in or is restricted from engaging in each such activity. Indicate which of the policies may not be changed without security holder approval:

(a) the issuing of securities other than those contemplate by the issuer's simplified prospectus;

(b) the borrowing of money;

(c) the firm underwriting of securities issued by other issuers;

(d) the concentration of its investments in a particular class or kind of industry;

(e) the purchase and sale of real estate;

(f) the purchase and sale of commodities or commodity futures contracts;

(g) the making of loans, whether secured or unsecured;

(h) the investment of a specific proportion of the assets of the issuer in a particular type of security (e.g. bond, preferred shares, money market instruments, etc.);

(i) the investment of more than 10% of the assets of the issuer in the securities of any one issuer;

(j) the investment in more than 10% of the securities of any one issuer;

(k) the investment in securities for the purpose of exercising control or management;

(l) the investment in securities of investment companies c other mutual funds;

(m) the purchase or sale of mortgages;

(n) the purchase of securities on margin or selling short;

(o) the investment in securities which are not fully paid;

(p) the investment in illiquid securities or securities whose resale is restricted;

(q) the investment in foreign securities;

(r) the investment in gold or gold certificates;

(s) the pledging, mortgaging or hypothecating of the issuer's assets;

(t) the sale of portfolio securities to directors, officers or trustees of the issuer or of the manager, or the purchase of securities from such persons;

(u) the guaranteeing of the securities or the obligations of another issuer;

(v) the purchase of options, rights and warrants;

(w) the writing of covered or uncovered clearing corporatio options;

(x) the investment in a security which may require the purchaser to make an additional contribution beyond the price of the security;

(y) any investment other than in securities;

(z) the lending of the issuer's portfolio securities.

Instructions

1. For the purpose of clause (g), the purchase of debt securities for investment purposes is not considered to be the making of a loan by the issuer,

2. For the purpose of clause (p), where the issuer invests in securities whose resale is restricted, describe how those securities are valued for the purpose of computing the net asset value of the fund.

Item 6. **Significant Holdings in Other Issuers**

Furnish in substantially the tabular form indicated the following information as at a date within thirty days of the date of the annual information form with respect to each issuer, 5 per cent or more of whose securities of any class are beneficially owned directly or indirectly by the mutual fund or any of its subsidiaries.

TABLE

Name and Address of company	Nature of its principal business	Percentage of securities of any class owned by issuer	Percentage of value of issuer's assets invested therein

Item 7. **Tax Status of Issuer and Security Holder**

(a) State in general terms the bases upon which the income and capital receipts of the issuer are taxed.

(b) Repeat disclosure from the simplified prospectus in respect of the tax status of the security holder.

Item 8. **Legal Proceedings**

Describe briefly any legal proceedings material to the issuer to which the issuer is a party or of which any of its property is subject. Make a similar statement as to any such proceedings known to be contemplated.

Instructions

Identify the court or the agency having jurisdiction, the date on which the suit was filed, the principal partie involved, the nature of the claim and the amount claimed. State whether the proceedings are contested and indicate the present status of the proceedings.

Item 9. **Directors, Officers and Trustees**

List the names and home addresses in full or, alternatively, solely the municipality of residence or postal address, of all directors, trustees and officers of the issuer and indicate all positions and offices with the issuer held by each person named, and the principal occupations, within the five preceding years, of each director, trustee and officer.

Instructions

1. Where the municipality of residence or postal

address is listed, the Director may request that the home address in full be furnished to the Commission.

2. Where the principal occupation of a director, trustee or officer is that of an officer of a company other than the mutual fund, state the business in which such company is engaged.

3. Where a director or officer has held more than one position in the issuer, or a parent or subsidiary thereof, state only the first and last position held.

Item 10. **Remuneration of Directors, Officers and Trustees**

(a) Only issuers which directly employ officers need comply fully with this Item.

(b) Other issuers, the businesses of which are managed by a management company pursuant to a contractual arrangement with the issuer, or by a corporate trustee pursuant to the terms of a trust indenture, must report in the annual financial statement of such issuers:

(i) the aggregate amount of directors' or trustees' fees paid by the issuer in respect of each of the financial years reported upon;

(ii) the aggregate amount of expenses reimbursed by the issuer to the directors or trustees in respect of the fulfillment of duties as directors or trustees.

As well, such issuers must state in the annual information form that amounts reported in the financial statements as paid or reimbursed to directors and trustees constitute the only compensation paid by the issuer to such directors and trustees.

TABLE

AGGREGATE REMUNERATION
LATEST FINANCIAL YEAR

	FROM OFFICE, EMPLOYMENT AND EMPLOYER CONTRIBUTIONS	COST OF PENSION BENEFITS	OTHER
1. DIRECTORS (TOTAL NUMBER ____)	$	$	$
		FUTURE YEARS - $	
2. FIVE SENIOR OFFICERS	$	$	$
		FUTURE YEARS - $	
3. OFFICERS WITH REMUNERATION OVER $50,000. (TOTAL NUMBER ____)	$	$	$
		FUTURE YEARS - $	

(c) State in the form of the table shown above separately for each of the following the aggregate remuneration paid or payable by the issuer in respect of the issuer's last completed financial year to;

(i) the directors or trustees of the issuer in their capacity as directors or trustees of the issuer;

(ii) the five senior officers of the issuer in receipt of the largest amount of remuneration, in their capacity as officers or employees of the issuer; and

(iii) the officers of the issuer including those in (ii) who received in their capacity as officers or employees of the issuer and any of its subsidiaries

aggregate remuneration in excess of $50,000 in that year, provided that this disclosure shall not be required where the issuer has less than seven such officers.

(d) State, where practicable, the estimated aggregate cost to the issuer and its subsidiaries in or in respect of the last completed financial year of all benefits proposed to be paid under any pension or retirement plan upon retirement at normal retirement age to persons to whom paragraph (c) applies, or in the alternative, the estimated aggregate amount of all such benefits proposed to be paid upon retirement at normal retirement age to those persons.

(e) State, where practicable, the aggregate of all remuneration payments other than those of the type referred to in paragraphs (c) and (d) made in or in respect of the issuer's last completed financial year and, as a separate amount, proposed to be made in the future by the issuer pursuant to an existing plan to persons to whom paragraph (c) applies.

Instructions

1. For the purpose of clauses (i) and (iii) of paragraph (c), "remuneration" means amounts required to be reported as income under the Income Tax Act (Canada).

2. For the purpose of clause (ii) of paragraph (c), "remuneration" means remuneration as defined in instruction 1 plus the value of benefits (other than those benefits provided to a broad category of employees on a basis which does not discriminate in favour of officers or directors) not included in income from an office or employment and derived from contributions made by the employer to or under a group sickness or accident insurance plan, private health service plan, supplementary unemployment benefit plan, deferred profit sharing plan or group term life insurance policy.

3. For the purpose of paragraph (e), "plan" includes all plans, contracts, authorizations or arrangements, whether or not contained in any formal document or authorized by a resolution of the directors of the issuer but does not include the Canada Pension Plan or a similar government plan.

4. For the purposes of paragraph (e) "remuneration payments" include payments under a deferred profit sharing plan, deferred compensation benefits, retirement benefits or other benefits, except those paid or to be paid under a pension or retirement plan of the issuer.

5. For the purposes of paragraph (e), if it is impracticable to state the amount of proposed remuneration payments, the aggregated amount accrued to date in respect of such payments may be stated, with an explanation of the basis of future payments.

Item 11. **Indebtedness of Directors, Officers and Trustees**

In regard to,

(i) each director trustee and each senior officer of the issuer;

(ii) each proposed nominee for election as a director or trustee of the issuer; and

(iii) each associate or affiliate of any such director, trustee, senior officer or proposed nominee,

who is or has been indebted to the issuer or its subsidiaries at any time since the beginning of the last completed financial year of the issuer, state with respect to each such issuer or subsidiary the largest aggregate amount of indebtedness outstanding at any time during the last completed financial year, the nature of the indebtedness and of the transaction in which it was incurred, the amount thereof presently outstanding, and the rate of interest paid or charged thereon, but no disclosure need be made of routine indebtedness.

1. "routine indebtedness" means indebtedness described in any of the following clauses:

(a) if an issuer makes loans to employees generally whether or not in the ordinary course of business then loans shall be considered to be routine indebtedness if made on terms, including those as to interest or collateral, no more favourable to the borrower than the terms on which loans

are made by the issuer to employees generally, but the amount at any time remaining unpaid under such loans to any one director, senior officer or proposed nominee together with his associates or affiliates that are treated as routine indebtedness under this clause (a) shall not exceed $25,000.;

(b) whether or not the issuer makes loans in the ordinary course of business, a loan to a director or senior officer shall be considered to be routine indebtedness if

(i) the borrower is a full-time employee of the issuer;

(ii) the loan is fully secured against the residence of the borrower, and

(iii) the amount of the loan does not exceed the annual salary of the borrower;

(c) where the issuer makes loans in the ordinary course of business, a loan shall be considered to be routine indebtedness if made to a person or company other than a full-time employee of the issuer, and if the loan

(i) is made on substantially the same terms, including those as to interest rate and collateral, as were available when the loan was made to other customers of the issuer with comparable credit ratings, and

(ii) involves no more than usual risks of collectibility, and

(d) indebtedness arising by reason of purchases made on usual trade terms or of ordinary travel or expense advances, or for similar reasons shall be considered to be routine indebtedness if the repayment arrangements are in accord with usual commercial practice.

2. State the name and home address in full or, alternatively, solely the municipality of residence or postal address of each person or company whose indebtedness is described.

Item 12. **Associated Persons**

Furnish the following information as to each person

or company named in the simplified prospectus and repeated in the annual information form in answer to the request in Item 9 of Appendix A.

(a) If a named person or company is associated with the issuer or is a director or senior officer of or is associated with any affiliate of the issuer or is a director or senior officer of or is associated with any company which is associated with the issuer, so state, and give particulars of the relationship.

(b) If the issuer is associated with a named person or company or is associated with any affiliate of a named company or is associated with any company which is associated with the named person or company, so state, and give particulars of the relationship.

(c) If any person or company associated with the issuer is also associated with a named person or company, so state, and give particulars of the relationship.

(d) If a named person or company has a contract or arrangement with the issuer, give a brief description of the contract or arrangement, including the basis for determining the remuneration of the named person or company and give the amount of remuneration paid or payable by the issuer and its subsidiaries to such person or company during the last completed financial year of the issuer.

(e) If a named person or company is associated with any other named person or company, so state, and give particulars of the relationship.

(f) Where and to the extent required by the Director, give the business experience of each named person or company and, in the case of a named company, the directors and officers thereof.

Item 13. **Promoter**

If any person or company is or has been a promoter of the issuer within the five years immediately preceding the date of the annual information form furnish the following information;

(a) State the names of the promoters, the nature and amount of anything of value (including money, property, contracts, options or rights of any kind) received or to be received by each promoter directly or indirectly from the issuer and the nature and amount of any assets, services or other consideration therefor received or to be received by the issuer.

(b) As to any assets acquired within the past two years or to be acquired by the issuer from a promoter, state the amount at which acquired or to be acquired and the principle followed or to be followed in determining the amount. Identify the person making the determination and state his relationship, if any, with the issuer or any promoter. State the date that the assets were acquired by the promoter and the cost thereof to the promoter.

Item 14. **Principal Holders of Securities**

Furnish the following information as of a specified date within thirty days prior to the date of the annual information form in substantially the tabular form indicated:

(a) The number of securities of each class of voting securities of:

(i) the issuer; and

(ii) the manager of the issuer;

owned of record or beneficially, directly or indirectly, by each person or company who owns of record, or is known by such issuer or manager to own beneficially, directly or indirectly, more than 10 per cent of any class of such securities. Show in Column 5 whether the securities are owned both of record and beneficially, of record only, or beneficially only, and show in Columns 6 and 7 the respective numbers and percentages known by the issuer or manager to be owned in each such manner.

TABLE

olumn 1	Column 2	Column 3	Column 4	Column 5	Column 6	Column 7
ame and ddress	Name of company	Issuer or relation-ship there-to	Designation of class	Type of ownership	Number of securities owned	Percentage of class

(b) If any person or company named in answer to paragraph (a) owns of record or beneficially, directly or indirectly, more than 10 per cent of,

(i) any class of voting securities of the contractual distributor or the principal broker of the issuer or any parent or subsidiary thereof, or

(ii) any proprietorship interest in the contractual distributor or the principal broker of the issuer,

give the percentage of such securities or the percentage of such proprietorship interest so owned by such person or company.

(c) The percentage of securities of each class of voting securities beneficially owned, directly or indirectly, by all the directors, trustees and senior officers,

(i) of the issuer in the issuer or in a parent or subsidiary thereof, and

(ii) of the manager of the issuer in such manager or in a parent or subsidiary thereof,

in the case of each company as a group, without naming them.

TABLE

Column 1	Column 2	Column 3	Column 4
Name of Company	Issuer or relationship thereto	Designation of class	Percentage of class
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Instructions

1. Where a company is shown by the issuer as owning directly or indirectly more than 10 per cent of any class of such securities, the Director may require the disclosure of such additional information as is necessary to identify any individual who, through his direct or indirect ownership of voting securities in the company owns directly or indirectly more than 10 per cent of any class of such securities. The name of such an individual should be disclosed in a footnote to the table described in paragraph (a).

2. For the purposes of paragraph (a), securities owned beneficially, directly or indirectly, and of record shall be aggregated in determining whether any person or company owns more than 10 per cent of the securities of any class.

3. For the purposes of clause (i) of paragraph (a), where no material change has occurred in the information required by such clause since the date of the financial statements filed for the issuer's most recently completed financial year, the information may be given as of the date of the financial statements.

4. If voting securities are being offered in connection with, or pursuant to, a plan of acquistion, amalgamation or reorganization, indicate, as far as practicable, the respective holdings of voting securities that will exist after giving effect to the plan.

5. If, to the knowledge of the issuer, more than 10 per cent of any class of voting securities of the issuer or if, to the knowledge of the manager of the issuer, more than 10 per cent of any class of voting securities of such manager are held or are to be held subject to any voting trust or other similar agreement, state the designation of such securities, the number held or to be held and the duration of the agreement. Give the names and addresses of the voting trustees and outline briefly their voting rights and other powers under the agreement.

6. If, to the knowledge of the issuer, the parent of the issuer, the manager or the parent of the manager, any person or company named in answer to paragraph (a) is an associate or affiliate of any other person or company named therein, disclose, in so far as known, the material facts of such relationship, including any basis for influence over the issuer enjoyed by the person or company other than the holding of voting securities of the issuer.

Item 15. **Interest of Management and Others in Material Transactions**

Describe briefly, and where practicable state the approximate amount of, any material interest direct or indirect, of any of the following persons or companies in any transaction within the three years prior to the date of the annual information form, or in any proposed transaction which has materially affected or will materially affect the issuer:

(i) the manager of the issuer;

(ii) the contractual distributor of the issuer;

(iii) the principal broker of the issuer;

(iv) any director, senior officer or trustee of the issuer or of any company referred to in clauses (i), (ii) or (iii) hereof;

(v) any security holder named in answer to paragraph (a) of Item 14; and

(vi) any associate or affiliate of any of the foregoing persons or companies.

Instructions

1. Give a brief description of the material transaction. Include the name and address of each person or company whose interest in any transaction is described and the nature of the relationship by reason of which such interest is required to be described.

2. As to any transaction involving the purchase or sale of assets by or to the issuer otherwise than in the ordinary course of business, state the cost of the assets to the purchaser and the cost thereof to the seller if acquired by the seller within two years prior to the transaction.

3. This Item does not apply to any interest arising from the ownership of securities of the issuer where the security holder receives no extra or special benefit or advantage not shared on an equal basis by all other holders of the same class of securities or all other holders of the same class of securities who are resident in Canada.

4. No information need be given in answer to this Item as to any transaction or any interest therein, where,

(i) the rates or charges involved in the transaction are fixed by law or determined by competitive bids;

(ii) the interest of a specified person or company in the transaction is solely that of a director of another company that is a party to the transaction;

(iii) the transaction involves services as a bank or other depository of funds, transfer agent, registrar, trustee under a trust indenture or other similar services;

(iv) the interest of a specified person or company, including all periodic instalments in the case of any lease or other agreement providing for periodic payments or instalments, does not exceed $50,000; or

(v) the transaction does not directly or indirectly, involve remuneration for services, and

(A) the interest of a specified person or company arose from the beneficial ownership, direct or indirect, of less than 10 per cent of any class of voting securities of another company that is a party to the transaction,

(B) the transaction is in the ordinary course of business of the issuer.

5. Information shall be furnished in answer to this Item with respect to transactions not excluded above that involve remuneration, directly or indirectly, to any of the specified persons or companies for services in any capacity unless the interest of the person or company arises solely from the beneficial ownership, direct or indirect, of less than 10 per cent of any class of voting securities of another company furnishing the services

to the issuer or its subsidiaries.

6. This Item does not require the disclosure of any interest in any transaction unless such interest and transaction are material.

Item 16. **Custodian of Portfolio Securities**

(a) State the name, principal business address and the nature of the business of each person or company holding portfolio securities of the issuer as custodian and the jurisdiction in which the portfolio securities are physically situate. The name of the custodian may be omitted if it is a bank to which the Bank Act (Canada) applies, or otherwise with the consent of the Director.

(b) Give brief details of the contractual arrangement made with the custodian.

Item 17. **Material Contracts**

Give particulars of every material contract entered into within the two years prior to the date of the annual information form, by the issuer and state a reasonable time and place at which any such contract or copy thereof may be inspected during distribution of the securities being offered.

Instructions

1. The term "material contract" for this purpose means any contract that can reasonably be regarded as presently material to the proposed investor in the securities being offered.

2. Set out a complete list of all material contracts, indicating those which are disclosed elsewhere in the annual information form or in the simplified prospectus and provide particulars with respect to those material contracts about which particulars are not given elsewhere. This item does not require disclosure of contracts entered into in the ordinary course of business of the issuer.

3. Particulars of contracts should include the dates of, parties to, consideration and general nature of the contracts, succinctly described.

4. Particulars of contracts need not be disclosed, or copies of such contracts made available for inspection, if the Director determines that such disclosure or making available would impair the value of the contract and would not be necessary for the protection of investors.

Item 18. **Other Material Facts**

Give particulars of any other material facts relating to the securities proposed to be offered and not disclosed pursuant to the foregoing items.

Item 19. **Certificates**

(a) Include a certificate signed by the fund's Chief Executive Officer, by the fund's Chief Financial Officer, by two directors or trustees other than the foregoing and by the fund's Manager, if any, which states:
"This annual information form, the financial statements of the fund for the financial period ended (specify) ____ and the auditors' report thereon, with such subsequent financial statements, whether annual or semi-annual, material change reports and information circulars, or annual filings in lieu thereof, required to be filed during the currency of this annual information form together with the simplified prospectus required to be sent or delivered to a purchaser during the currency of this annual information form, which documents taken together comprise the fund's permanent information record, constitute full, true and plain disclosure of all material facts relating to the securities offered by the simplified prospectus as required by securities legislation of the various provinces in which this annual information form is filed and do not contain any misrepresentation. The simplified prospectus required to be sent or delivered to a purchaser during the currency of this annual information form, read without reference to the remainder of the permanent information record, does not contain any misrepresentation."

(b) Include a certificate signed by the fund's underwriter which states:

"To the best of our knowledge, information and belief this annual information form, the financial statements of the fund for the financial period ended (specify) and the auditors' report thereon, with such subsequent financial statements, whether annual or semi-annual, material change reports and information circulars, or annual filings in lieu thereof, required to be filed during the currency of this annual information form together with the simplified prospectus required to be sent or delivered to a purchaser during the currency of this annual information form, which documents taken together comprise the fund's permanent information record, constitute full, true and plain disclosure of all material facts relating to the securities offered by the simplified prospectus as required by securities legislation of the various provinces in which this annual information form is filed and do not contain any misrepresentation. The simplified prospectus required to be sent or delivered to a purchaser during the currency of this annual information form, read without reference to the remainder of the permanent information record, does not contain any misrepresentation."

APPENDIX C

IN THE MATTER OF THE SECURITIES ACT, R.S.O. 1980,
CHAPTER 466

AND

IN THE MATTER OF A SIMPLIFIED PROSPECTUS
QUALIFICATION SYSTEM FOR MUTUAL FUNDS

R U L I N G
(Section 73)

UPON an application by the Director to the Ontario Securities Commission (the "Commission") for a ruling pursuant to section 73 of the Securities Act, R.S.O. 1980, c.466 (the "Act") that section 52 of the Act shall not apply only insofar as that section concerns the form and content of a prospectus with respect to distributions of shares or units of mutual funds effected in compliance with National Policy Statement No. 36, entitled "Mutual Funds - Simplified Prospectus Qualification System", which is attached hereto as Schedule A (the "Policy Statement");

AND UPON the Commission being of the opinion that to so rule will, by making the requirements applicable in the Province of Ontario compatible with those applicable in the Province of Quebec, thereby allowing a mutual fund which wishes to distribute its shares or units throughout Canada under a summary disclosure document similar to the summary statement provided for in section 62 of the Act to avoid preparing an annual information form and simplified prospectus and a separate prospectus and summary statement, foster the efficiency of the capital markets in Canada without reducing the benefits of investor protection or the degree and quality of disclosure to the public;

AND UPON being satisfied that to so rule would not be prejudicial to the public interest;

IT IS RULED pursuant to subsection 73(1) of the Act that:

1. section 52 of the Act shall not apply, insofar only as that section concerns the form and content of a preliminary prospectus and a prospectus filed under section 52 of the Act or a pro forma prospectus and a prospectus filed under section 61 of the Act, with respect to distributions of shares or units of mutual funds that are effected in compliance with the Policy Statement provided that a preliminary or pro forma simplified prospectus and simplified prospectus complying with the Policy Statement are filed pursuant to and in accordance with the Policy Statement and a receipt therefor is issued by the Director; and

2. the distribution of securities pursuant to a simplified prospectus filed under section 52 or 61 of the Act shall otherwise comply with and be subject to the provisions of the Act.

DATED at Toronto this day of , 1984.

CHAPTER 6

REQUESTS FOR COMMENTS

6.1 DRAFT NATIONAL POLICY STATEMENT NO. 36

Requests for Comments

The Commission invites comments on Draft National Policy Statement No. 36 - Simplified Prospectus Qualification System which is published in the Policies section of this bulletin. Comments should be submitted in writing on or before December 7, 1984 to:

The Secretary,
Ontario Securities Commission,
Suite 1800, Box 55,
20 Queen St. West,
Toronto, Ontario
M5H 3S8

CHAPTER 7

INSIDER TRADING REPORTS

EXPLANATORY NOTES

Information contained in this section has been summarized from insider reports filed with the Commission.

The name of the issuer is followed by a brief description of the class of security, the name of the person or company reporting and his or its relationship to the issuer. If a person has an indirect interest in the securities reported, e.g.,through holding companies, affiliate companies, partnerships, trusts or other entities, this is shown. Symbols are used in the column "Transaction and Ownership Symbol" to indicate the nature of ownership i.e., direct or indirect. Similarly, the character of transactions is indicated provided the transactions are other than a purchase or sale. (See guide to symbols below):

GUIDE TO SYMBOLS

RELATIONSHIP (appearing after the name reported)

"B"	- Beneficial Owner (direct or indirect)of equity shares of a reporting issuer carrying more than 10% of the voting rights attached to all equity shares of the reporting issuer outstanding.
"D"	- Director of principal reporting issuer.
"DI"	- Director of an issuer or a reporting issuer which is an insider or subsidiary of the principal reporting issuer.
"K"	- Exercises control or direction (direct or indirect) of equity shares of a reporting issuer carrying more than 10% of the voting rights attached to all equity shares of the reporting issuer.
"S"	- Senior Officer of principal reporting issuer.
"SI"	- Senior Officer of an issuer or a reporting issuer which is an insider or subsidiary of the principal reporting issuer.

NATURE OF OWNERSHIP

No Symbol - Securities are beneficially owned directly.

Symbol #1 - The reporting person or company beneficially owns and/or has control or direction over securities which are held by a company, associate, partnership, trust or other entity.

CHARACTER OF TRANSACTION

No Symbol- purchase or sale
"A" - bequest or inheritance
"C" - compensation
"E" - exchange or conversion
"F" - exercise of rights, etc.
"G" - gift
"IR" - initial report
"M" - internal
"Q" - qualifying shares
"R" - redeemed (called, matured)
"T" - stock dividend
"V" - stock split
"X" - exercise of option
"Z" - distribution

*Returned for reconciliation purposes.

REPORTING ISSUER	INSIDER	SECURITY	REL'N	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
ABATERRA ENERGY LTD.	Kutney, Peter R.	Common	D	Sep/84		2000		153260
	McCaffrey, John B.		D	Sep/84		2000		
				Sep/84			2000	322624
ABITIBI-PRICE INC.	Abitibi-Price Inc.	Preferred Series A		Oct/84		500		
				Oct/84	R		500	---
ACCORD RESOURCES INC.	Wilson, Allan	Securities	D	--	IR			---
ALCAN ALUMINUM LIMITED	Gaudry, Roger	Common	D	Sep/84	T	43		
				Sep/84		168		4020
	Poitras, Jean-Marie		D	Sep/84	T	7		
				Sep/84		168		824
	Saint-Denis, Andre		S	--	IR			930
ALLIED CORPORATION	Amman, Robert J.	Securities	S	--	IR			---
AMERICAN EXPRESS COMPANY	Clark Jr., Howard L.	Common	S	Oct/84	X	3000		11511
AMERICAN OAKWOOD ENERGY LTD	Oughtred, George W.	Common	D	Oct/84		100000		1138700
	Privatbanken Holdings			--	1			542900
	RRSP			--	1			50000
ANGLO-CANADIAN TELEPHONE COMPANY	Murphy, Timothy P.	Common	DSI	--	IR			5
ANGLO-PERMANENT CORPORATE HOLDINGS LIMITED	SCDR Investments Limited	Common	B					
	Indirect Holdings			Oct/84	1	78126		128754
ANSIL RESOURCES LTD.	Dalhousie Oil Company Limited	Common	B	Oct/84		1500		231500
ANYOX METALS LIMITED	Oelotti, Gus V.	Common	D	--	IR			115000
ATLANTIC RICHFIELD COMPANY	Bowlin, Michael R.	Common	S	--	IR			279
	Accumulation Plan Account			--	IR1			228
	Savings Plan			--	IR1			1809
AURELIAN DEVELOPERS LTD.	Martel, Russell	Common	DS	--				196000
	RRSP			Oct/84	1	1500		9600
BANK OF ALBERTA	Fimrite, Rodney A.	Common	S					
	RRSP			Oct/84	1	600		600

REPORTING ISSUER	INSIDER	SECURITY	REL'N	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
						1487		10543
BANK OF ALBERTA (Continued)	Hiller, Arthur G.	Option	D	Sep/84				
BANK OF NOVA SCOTIA, THE	Stewart, William A.	Common	D	Oct/84			8000	4000
BATON BROADCASTING INCORPORATED	Goodman, Edwin A. Heathcort Blvd. Investments Limited	Class B	D	Oct/84	1		3700	10000
BONAR INC.	Barker, John E.	Common	SI	--	IR			750
		Warrants		--	IR			375
	Campbell, Edward G.	Common	DS	--	IR			2000
		Warrants		--	IR			1000
	Craig, Robert R.	Common	DS	--	IR			1000
		Warrants		--	IR			500
	Gilbert, Brian G.	Common	D	--	IR			100
		Warrants		--	IR			50
	Low & Bonar PLC Bonar International Holdings Limited	Common	B	--	IR1			3000000
	McKenzie, G. R.		S	--	IR			1750
		Warrants		--	IR			875
	Moffat, William S.	Common	DS	--	IR			1500
		Warrants		--	IR			750
	Mulvaney, Brian J.	Common	SI	--	IR			1000
		Warrants		--	IR			500
	Shirley, R. J.	Common	D	--	IR			1000
	Stuart, Douglas S.		DISI	--	IR			1750
		Warrants		--	IR			875
BRAMALEA LIMITED	Rankin, Iain	Common	S	--				500

REPORTING ISSUER	INSIDER	SECURITY	REL'N	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
BRAMALEA LIMITED (Continued)	Rankin, Iain	Common	S					
	Share Purchase Plans			Sep/84	1	394		24433
C.M.P. 1984 MINERAL PARTNERSHIP AND COMPANY, LIMITED	Gelfand, Brahm	Units	DI	--	IR			3000
CAMBRIDGE VENTURE LTD.	Peters, James R.	Class H	DS	Oct/84		1000		109845
CANADA NORTHWEST ENERGY LIMITED	Teare, Kenneth G.	Securities	SI	--	IR			---
CANADIAN TIRE CORPORATION LIMITED	Edmonson, Peter B.	Class A	S	Aug/84		9412		94372
	Sully, Bruce A.	Common	D					
	Rosny Corporation Limited			--	IR1			100
CANADIAN UTILITIES LIMITED	Teare, Kenneth G.	Securities	SI	--	IR			---
	TransAlta Utilities Corporation	Class A	B	Oct/84	F		226	
				Nov 84			259616	3140468
		Class B		Oct/84	F		660	
				Nov/84			557466	7852017
CANADIAN PACIFIC ENTERPRISES LIMITED	Campbell, Robert W.	Common	DS DISI	Jan/84	T	4		
				Apr 84	T	5		
				Jul/84	T	5		
				Oct/84	T	4		501
	Clough, John P. T.		SI	Oct/84	T	240		4051
	McLaughlin, W. Earle		D	Oct/84	T	374		19480
	Sinclair, Ian D.			Apr/84	T	633		
				Jul/84	T	633		
				Oct/84	T	543		62810
	R.I.S. Investments Limited			--	1			2000
	Thomson, John		SI	Oct/84	T	17		1962
CARA OPERATIONS LIMITED	Phelan, Paul J.	Common	B DISI	--				26000
	Cara Holdings Limited			Aug/84	1	43300		3026940
CARENA-BANCORP HOLDINGS INC.	Walt, Manfred J.	Common	SI	Oct/84		300		9900

REPORTING ISSUER	INSIDER	SECURITY	REL'N	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
CHARTER INDUSTRIES (1982) LTD.	Fox, Gordon	Common	D	--				35450
	International Factors Corp.			Sep/84	1	1000		499355
CHAUVCO RESOURCES LTD.	Jeal, Norman T.	Class A Common	S	Oct/84		1500		2100
	Turton, Alfred E.	Class A	B	Oct/84			12000	2000
CHRYSLER CORPORATION	Goodyear, Richard	Common	S	Oct/84	X	4200		12300
	Miller Jr., Robert S.		S	Oct/84			13000	7500
	Zuckerman, F. W.		S	Oct/84	G		150	6350
	ESOP Trust			--	1			73
COLOR YOUR WORLD, INC.	Kernwood Limited	Common	B	Oct/84			456500	---
COMBINED INTERNATIONAL CORPORATION	Skilling, Raymond I.	Common	DS	--				8900
	Spouse			Oct/84	E 1	60440		60440
		Preferred		Oct/84	E 1		12088	---
COMMERCIAL OIL AND GAS LTD.	Hawkins, Dallas E.	Common	D	May/84	E	44000		44000
	Amended Indirect Holdings			May/84	E 1	199085		199085
		Preferred Series A		May/84	E 1	59817		59817
COMPUTER INNOVATIONS DISTRIBUTION INC.	Carroll, William J.	Common	D	Oct/84		51500		337303
	RRSP			--	1			2000
	Kelly, John B.		D	--				2667
	Amended Indirect Holdings			Apr/84	1	31900		400428
CONSOLIDATED-BATHURST INC.	Turner Jr., William I. M.	Common	DS	Oct/84			10000	768095
	Wimtone			--	1			18337
	Wimtwo			--	1			251741
CONSUMERS DISTRIBUTING COMPANY LIMITED	Robertson, Reginald J.	Class A	S	Oct/84			2666	---
		Class B		Oct/84			200	4632

REPORTING ISSUER	INSIDER	SECURITY	REL'N	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
CONSUMERS DISTRIBUTING COMPANY LIMITED (Continued)	Robertson, Reginald J.	Class B	S					
	RRSP			--	1			2800
CONWEST EXPLORATION COMPANY LIMITED	Adams, John S.	Class B	S	Oct/84			4000	1000
	RRSP			Oct/84	1	1000		3200
	Patterson, John A.		S	Oct/84		6		34306
	RRSP			--	1			5400
COOPER CANADA LIMITED	Gabel, John C.	Common	DS	Jul/84			1000	
				Aug/84			1000	---
CORPORATE FOODS LIMITED	Murchie, William T.	Common	D	Oct/84			1000	19000
DATACROWN INC.	Hennigar, David J.	Common	D	Oct/84			10	---
DAVIS DISTRIBUTING LIMITED	Davis, Bernard	Common	DSB	--				700
	RRSP			Oct/84	1	300		10700
DOMINION STORES LIMITED	Acton, Roger E.	Common	SI	Aug/84	E		50	---
	Flewelling, Walter B.		SI	Aug/84	E		100	---
	Hamilton, B. Myles		SI	Aug/84	E		1	---
DOVER INDUSTRIES LTD.	Heimbecker, Herbert C.	Common	D	Oct/84		1000		11260
DOW CHEMICAL COMPANY, THE	Henry Jr., Hunter W.	Common	DS	Oct/84	G		250	18925
	Savings Plan			--	1			1360
	Keil, Robert M.		DS	--	G		4827	16651
	Wife			--	G 1	4527		13196
	Savings Plan			--	1			1948
	Sheetz, David P.		DS	Oct/84	G		235	5929
	Jointly with Wife			--	1			725
	Savings Plan			--	1			1547
DURHAM RESOURCES INC.	Harbinson, Vincent N.	Subordinate Voting	DSB	Oct/84		2300		4373077
ELECTROHOME LIMITED	Janci, William A.	Class Y Common	S	--	IR			1000
ENEXCO INTERNATIONAL LIMITED	Armstrong, G. Arnold	Common	D	Aug/84		174		
				Sep/84			6500	75135

REPORTING ISSUER	INSIDER	SECURITY	REL'N	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
ENEXCO INTERNATIONAL LIMITED (Continued)	Armstrong, G. Arnold Indirect Holdings	Common	D	Aug/84	1		5000	61064
ETHYL CORPORATION	Wright, Jack C. Savings Plan	Common	S	Sep/84	1	17		8428
FATHOM OCEANOLOGY LIMITED	Beutel, Austin C. Oakwest Corporation Limited	Common	D	--	IR1			132000
FEDERAL PIONEER LIMITED	Sirois, Venceslas RRSP	common	D	--	IR1			100
FLINT ROCK MINES LIMITED	Lewis, Alfred J.	Common		Oct/84			2000	25388
FORD MOTOR COMPANY OF CANADA LTD.	Mara, George E.	Common	S	Oct/84			500	500
FORD MOTOR COMPANY	Caldwell, Philip	Common	DS	Sep/84	G		534	90986
	Chicoine, Lionel M.		S	Oct/84	F	3512		10532
	Manning, Mervyn H.		S	Oct/84			9000	14153
FRASER INC.	Ritchie, Alfred A. Stock Purchase Plan	Common	S S	Oct/84 Oct/84	M M 1	100	100	800 700
G B C CAPITAL LTD	Soutar, Ian A. Ratuos Inc.	Common	S	--	IR1			7131
GANE ENERGY CORPORATION LTD.	Lister, Anthea E.	Common	S	Oct/84	F	1000		4000
	RRSP			Oct/84	F 1	1334		8000
	Sullivan, Robert D. B. * SKH Partnership Registered Savings Plan Indirect Holdings		D Oct/84 Oct/84 --		F 1 F 1 1	25167 1600		128975 17600 46875
GENERAL MOTORS CORPORATION	McCormack, John P. Savings Stock Purchase Program	Common		Oct/84	X	669		5424
				--	1			2926
	Smith Jr., John F. Savings Stock Purchase Program Sons		S -- --	Oct/84	1 1		157	3341 792 314
	Smith, Roger B.		DS	Oct/84	M		800	14408

REPORTING ISSUER	INSIDER	SECURITY	REL'N	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
GENERAL MOTORS CORPORATION (Continued)	Smith, Roger B.	Common	DS					
	Savings Stock Purchase Program			--	1			9994
	Other Indirect			--	1			5800
GENSTAR CORPORATION	Cote, Paul T.	Common	S	Oct/84		1300		1300
	Donahoe, James E.		DI	Oct/84		1000		2462
GLAMIS GOLD LTD.	Heimann, Richard M.	Common	DISI	--	IR			118000
	Millar, Chester F.		DSB	--	IR			888791
	Agean International S.A			--	IR1			607030
	C.F. Millar Ltd.			--	IR1			865
GOLDEN SHADOW RESOURCES INC	Shadowfax Resources Ltd.	Common	B	Oct/84			16500	667200
GOLDTRUST	Gray, John C.	Unit	D	Oct/84			7508	---
GOTHIC MINES & OILS LIMITED	Bishop, Percy	Common	DS	Oct/84			300	22200
	Goldwin Explorations Co. Limited		B	--	IR			22300
				Oct/84			1700	20600
GREENWICH RESOURCES INC	Bichan, Herbert R.	Common		Aug/84		8000		
				Aug/84			8000	2105
	Evans, David S.		D	Oct/84			5000	20000
GROSMONT RESOURCES LTD	Riddell, Clayton H.	Common	DB	--				234543
	Paramount Resources Ltd			Oct/84	1	17000		
				Oct/84	F 1	40544		1837964
H.O. FINANCIAL LIMITED	von Roeder, Mark-Helbert	Class A Special	S	Oct/84			4000	401100
HARDING CARPETS LIMITED	Harding Employees' Deferred Profit Sharing Trust	Class C	B	Oct/84			5000	57700
HEES INTERNATIONAL CORPORATION	Marshall, Donald K.	Common	S	Oct/84			20000	49034
HUDSON'S BAY COMPANY	Ronald, Thomas I.	Ordinary	SI	Sep/84			4000	8000
HUMBOLDT ENERGY CORPORATION	Teare, Charles A. Amended	Common	DS	--				1174530

REPORTING ISSUER	INSIDER	SECURITY	REL'N	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
HUMBOLDT ENERGY CORPORATION (Continued)	Teare, Charles A.	Common	DS					
	Amended			Aug/84	1		8820	210
	Daughter							97875
	Teare, Charles A.	Subordinate Voting	DS	--				
	Amended			Aug/84	1		10000	21012
	RRSP							2007
IMASCO LIMITED	Arensmeyer, Robert M.	Common	SI	--	IR			
	Drury, Victor M.		S	Oct/84			1629	---
	Benefit Plan			--	1			1101
	Pollard, Joseph A.		DI	--	IR			500
INSPIRATION RESOURCES CORPORATION	Smith, Jeffrey E.	Securities	S	--	IR			---
INTERNATIONAL BUSINESS MACHINES CORPORATION	Bloch, Erich	Capital	S	Oct/84	X	6938		
				Oct/84			7936	16604
	Branscomb, Lewis M.		S	Oct/84	X	1352		
				Oct/84			1078	15465
	Burdick, Walton E.		S	Oct/84	X	5704		
				Oct/84			5456	15486
	Wife			--	1			1100
	Conrades, George H.		S	Oct/84	X	9579		
				Oct/84			9840	17772
	Langton, Bruce E.		S	Oct/84	X	1638		
				Oct/84			1306	2052
	Phypers, Dean P.		DS	Oct/84	X	6752		
				Oct/84			5448	32773
INTERNATIONAL BY-PRODUCTS LIMITED	Co-Mar Developments Limited	Common	B	Oct/84		12437		181129
INTERNATIONAL CHEMALLOY CORPORATION	Renaud, Richard J.	Common	D	Sep/84	1	50000		325000
	C.M.P. Oil & Gas Inc.							
INVESTORS GROUP, THE	Desmarais, Paul	Class A	B	Oct/84	1	400		5872041
	Power Financial Corp.							
JANNOCK LIMITED	Hawke, John H.	Common	D	Oct/84		2500		78092

REPORTING ISSUER	INSIDER	SECURITY	REL'N	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
JANNOCK LIMITED (Continued)	Hawke, John H.	Common	D					
	RSP			--	1			25000
	Hawke-Lea Holdings Ltd.			--	1			30000
JEDBURGH RESOURCES LIMITED	Brondyke, Rudolf H.	Common	DSB	Oct/84	E		300000	909463
JOHNSON & JOHNSON	Bolden, Frank A.	Common	D	--	IR			320
JONPOL EXPLORATIONS LIMITED	Heale, Ronald B.	Securities	D	--	IR			---
KALROCK DEVELOPMENTS LIMITED	Lewis, Alfred J.	Common	DS	Oct/84		5000		116563
KEEZIC RESOURCES LIMITED	Tough, Sherman	Common	D	Sep/84		50000		304001
KENTY RESOURCES LIMITED	Hopkins, Albert P. E.	Common	D	Oct/84		3500		42001
JOHN LABATT LIMITED	Blakney, John F.	Common		Oct/84		300		6280
	Exec. Share Opion Plan - 1975			Oct/84	1		300	---
	RRSP			--	1			1255
	Exec. Share Purchase Plan			--	1			1200
	SDEP			--	1			266
	Errath, Thomas R.		DI					
	RRSP			Sep/84	1	184		607
	Hardy, Norman E.		D	Sep/84		5		20045
	Amended RRSP			Sep/84	1	5		555
	McDonnell, Terrance		DI					
	RRSP			Sep/84	1	183		503
LAC MINERALS LTD	Gildes, Cyril J.	Common	D	--				3000
	Cangild Resources Ltd.			Oct/84	1		1000	2000
LAIDLAW TRANSPORTATION LIMITED	Needler, Laurence J.	Class A	D	DISI				
	Fairway Heights Investments Ltd.			Oct/84	1		6000	172403
LAMBDA MERCANTILE CORPORATION	Litwin, Fred A.	Class A	DS	--		)		3010
	Mutec Equities Ltd.			Oct/84	1		5000	786000
	Litwin, Fred A.	Common	DS	--				29505
	Mutec Equities Ltd.			Oct/84	1		9050	1175465

REPORTING ISSUER	INSIDER	SECURITY	REL'N	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
LANPAR TECHNOLOGIES INC.	Lanpar Technologies Inc.	Common		--	IR			10000
MACMILLAN BLOEDEL LIMITED	Howard, John L.	Common	S	Oct/84		3550		5775
MARSHALL MINERALS CORP.	Quaratesi, Stefano	Common	D	--	IR			3000
	517224 Ontario Limited			--	IR1			3000
MASTER RESOURCES DEVELOPMENTS LIMITED	Olin, Jack	Common	D	--	IR			25000
MATT BERRY MINES LTD.	Hawkins, Stanley G.	Common	D	Jul/84		40000		40000
	O'Brien, Joseph E.		D	Jun/84		50000		50000
MAYNARD ENERGY INC	McManus, John G.	Common	D	Oct/84			30000	197564
MCDONALD'S CORPORATION	Nelson, Peter A.	Securities	S	--	IR			---
MERCANTILE BANK OF CANADA, THE	Snyder, Paul D.	Common	S	Oct/84	1	200		500
	RRSP			Oct/84	1	10		450
	Staff Savings Plan							
MERIDIAN TECHNOLOGIES INC.	Owen, Daniel P.	Common	D	Oct/84			10000	---
MESTON LAKE RESOURCES INC.	Campbell Resources Inc.	Common	B	Oct/84	X	250000		950000
	Amended							
MIDLAND NICKEL CORPORATION LIMITED	Brosseau, Henri	Common	S	Oct/84			500	7000
MIDLAND DOHERTY FINANCIAL CORPORATION	Falconer, Ian A.	Common	D	Oct/84			5200	40000
	O'Connor Jr., William J.		DISI	Sep/84		400		138600
	Amended							
MITEL CORPORATION	Kiss, William	Convertible Preferred Series C	S	Sep/84		28600		28600
	Lewis, Conrad		S	Sep/84		117000		117000
	Smith, Donald		S	Sep/84		54000		54000
MORRISON PETROLEUMS LTD	Chad, Stanley J.	Common	D	Oct/84	1		300	49100
	RSP							
NATIONAL SEA PRODUCTS LIMITED	Morrow, James B.	Common A	S	Sep/84			2000	60010

REPORTING ISSUER	INSIDER	SECURITY	REL'N	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
NATIONAL VICTORIA AND GREY TRUSTCO LIMITED, THE	McLaughlin, Everett R. S.	Common	D	--				4314
	Greenbriar Holdings Limited			Oct/84	1	1000		1000
NEW YORK OILS LIMITED	Oakwood Petroleums Ltd.	Common	B	Sep/84		425		2835422
NEWBRUN RESOURCES LTD.	Gordon, Morton	Common	DSB	Oct/84			25000	1
NEWFOUNDLAND TELEPHONE COMPANY LIMITED	Nickerson, Donald R.	Common	S	1984		451		
				Oct/84			400	70
NEWFOUNDLAND CAPITAL CORPORATION LIMITED	Schulich, Seymour	Common B	DS					
	Nevada Capital Corp. Ltd.			Oct/84	1	20000		100066
NORANDA INC.	Cork, Edwin K.	Common	S	Sep/84		428		
				Sep/84	T	156		24527
	Marcoux, Camille		S	Sep/84	T	78		
				Sep/84		267		12413
NORBASKA MINES LIMITED	Lewis, Elliot A.	Common	DS					
	Tayok Energy Consultants Ltd.			Oct/84	1	5000		18000
NORMICK PERRON, INC.	Mercier, Jean	Common	D	Oct/84		125		125
NORTHERN TELECOM LIMITED	Gagnon, Jean P.	Common	DI					
	Spouse			Sep/84	1		40	---
	Oreffice, Paul F.		D	--				300
	Dividend Reinvestment and Stock Purchase Plan In Trust			Sep/84	1	1		5
				--	1			1200
NORTHWEST DRUG COMPANY LIMITED	Vickerson, Donald S.	Common	D	Oct/84		1000		1000
	Stony Plain Pharmacy			--	1			4500
	Don Vickerson Drugs Ltd RSP			--	1			1000
	Wife's RSP			--	1			1200
				--	1			400
NOVA, AN ALBERTA CORPORATION	Hartwick, Bruce G.	Common	S	Oct/84		16500		
				Oct/84			16500	

REPORTING ISSUER	INSIDER	SECURITY	REL'N	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
NOVA, AN ALBERTA CORPORATION (Continued)	Hartwick, Bruce G.	Common	S	Oct/84			3968	2000
O'TOOLE'S FOOD CORPORATION	McGrath, Denis P.	Common	DSB	Oct/84			33000	1045000
	Sisco, David C.		DS	Jan/84			17400	1463000
OCCIDENTAL PETROLEUM CORPORATION	Hentschel, David A.	Common	S	--				4860
	Thrift Plan Trustee			Sep/84	1	76		3633
OCC SHARES TRUST, THE	Wickwace, John P.	Securities		--	IR			---
OLD CANADA INVESTMENT CORPORATION LIMITED	Beatty, David S.	Common	D	--				2219
	Wife			--	1			16116
	RSP			Oct/84	1	1000		78332
OPAWICA EXPLORATIONS INC.	Foster, David J.	Common	DSB	--				20000
	Sumtra Diversified Inc.			--	1			350000
	Durham Securities Corporation Limited			Sep/84	1	3500		165000
	Randall-Shawn Invstments Limited			--	1			33800
PCL INDUSTRIES LIMITED	Davidson, Thomas N.	Common		Sep/84		1000		163000
PACIFIC WESTERN AIRLINES CORPORATION	McNaughton, William J.	Common	S	--	IR			200
PAN MACKENZIE PETROLEUMS LIMITED	McCartney, William S.	Common	DS	Oct/84		2000		1768714
PARAMOUNT RESOURCES LTD.	Wylie, Bernhard M.	Common	D	Oct/84		3557		10681
PERREX RESOURCES INC.	Bazinet, Ernest W.	Common	D	Oct/84			15000	20000
PETROMET RESOURCES LIMITED	Schoch, Peter G.	Common	DB	Oct/84	1		12000	1004200
	Canurex Limited							7618000
PONY SPORTING GOODS LIMITED	311474 Alberta Ltd.	Common	B	--	IR			
	R.S.L. Sports Equipment Ltd. *		B	Oct/84			6170852	---
POWER FINANCIAL CORPORATION	Berlis, Douglas A.	Common	D	Oct/84		525		2000

REPORTING ISSUER	INSIDER	SECURITY	REL'N	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
PRAIRIE OIL ROYALTIES COMPANY LIMITED	Newhouse, Wayne M.	Common	SI	Oct/84			1000	---
QUAKER OATS COMPANY, THE	Christopherson, Weston R.	Common	D	--	IR			200
RAILHEAD RESOURCES INC.	Hone, John	Common	D	--	IR			1
	Klyman, Milton		D	--	IR			1
RAM PETROLEUMS LIMITED	Opekar, Richard J.	Common	S	Oct/84		200		8522
RAYROCK RESOURCES LIMITED	Byrne, Jerome C.	Common	DS	Oct/84			5000	95000
REVENUE PROPERTIES COMPANY LIMITED	Habstrust Inc.	Class B	B	Oct/84			90000	1662092
ROLLINS MEADOWVALE PARTNERSHIP	Rollins Construction Ltd.	Units	B	--	IR			222
ROLLINS WELLAND PARTNERSHIP	Rollins Construction Ltd.	Units	B	--	IR			222
ROYAL BANK OF CANADA, THE	Hardy, Hugh S.	1st Pref.	S	Oct/84			1000	---
		Common		Aug/84		29		
				Oct/84	T		250	732
ST. MARTIN'S (NO.1) LIMITED PARTNERSHIP	Rollins Construction Ltd.	Units	B	--	IR			114
ST. MARTIN'S (NO.2) LIMITED PARTNERSHIP	Rollins Construction Ltd.	Units	B	--	IR			114
SAULT MEADOWS ENERGY CORPORATION	Butkovich, David	Common	D	--	IR			60000
	K & L Energy Consultants Ltd.		DS	Oct/84		4000		7000
	Lewis, Elliott A.		DS	--				32310
	Tayok Energy Consultants Limited			Oct/84	1		500	
				Oct/84	1	1000		3500
	Tayok Investments Limited			--	1			104590
SCEPTRE RESOURCES LIMITED	Gusella, Richard A.	7% Convertible Preferred Series A	DS	Aug/84		99		3816

REPORTING ISSUER	INSIDER	SECURITY	REL'N	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
SCEPTRE RESOURCES LIMITED (Continued)	Gusella, Richard A. RRSP	7% Convertible Preferred Series A	DS	--	1			1000
	Gusella, Richard A. RRSP	Common	DS	1984 --	1	1447		209171 1183
SCOTT'S HOSPITALITY INC.	Orenstein, Benson	Subordinate Voting Class C	DS	Oct/84	X	60000		
				Oct/84			60000	90000
SEABRIGHT RESOURCES INC.	McCartney, William S.	Common	D	Oct/84		2000		198166
	Nicholson, Barbara C.	Class A	S	--	IR			1000
		Stock Option		--	IR			15000
		Warrants		--	IR			500
SHADOWFAX RESOURCES LTD.	Schwartz, Harry Cisary Management Co.	Common	S	-- Sep/84	1	4000		85500 20900
SONOR INVESTMENTS LIMITED	Beatty, David R.	9% Second Preference	DS	Nov/84	R		30	843
	Blakely, Christine		B	Nov/84	R		100	27340
	Broadbent, Judith A.		B	Nov/84	R		1000	27340
	Gardiner, Michael R.		DSB	Nov/84	R		1000	14340
SOUTHAM INC.	Fisher, Gordon N.	Common	DS	Sep/84 Oct/84		1767	1768	200000
	Shano, Margaret Stock Purchase Loan Plan		S	--	IR			153
				--	IR1			150
STANDARD TRUSTCO LIMITED	Gray, Ross E. S. Dividend Reinvestment and Share Purchase Plan	Common	S	Oct/84	1	2		102
	Kostuik, John		DI	Oct/84	T	231		10035
	Seago, Alan J. Dividend Reinvestment and Share Purchase Plan		S	Oct/84	1	7		321

REPORTING ISSUER	INSIDER	SECURITY	REL'N	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
STANDARD TRUSTCO LIMITED (Continued)	Thompson, Wesley D.	Common	D	Oct/84	T	141		6127
	Wood, James		DS	Oct/84		2		115
	Dividend Reinvestment and Share Purchase Plan			Oct/84	1	133		378
STATES EXPLORATION LTD.	Butts, Stuart J.	Common	D	Sep/84		6000		73733
STRAND OIL & GAS LTD.	Gieck, Dennis R.	Common	S	Oct/84		500		208000
T & H RESOURCES LTD.	McKelvie, Donald	Common	DS	Oct/84			7091	45714
TERRA MINES LTD.	Shaw, Gordon H.	Common	DS	Oct/84			2000	100846
TEXACO CANADA INC.	Ramsay, Charles S.	Common	S	Oct/84	Z	1100		1984
	Savings Plan			--	1			4932
THIRD CANADIAN GENERAL INVESTMENT TRUST LIMITED	Third Canadian General Investment Trust Limited	First Preferred Series A		Oct/84		200		
				Oct/84	R		200	32350
TIVERTON PETROLEUMS LTD.	Edmunds, Roger H.	Common	DS	Mar/84		2000		
	Amended			Sep/84		3000		7000
TONECRAFT REALTY INC.	Kernwood Limited	Common	B	Oct/84			229900	---
	RRSP			Oct/84	1		43000	---
	Top Hat			Oct/84	1		10000	---
TORONTO-DOMINION BANK	Alexander, W.	Common	S	Jan/84		105		
				Jan/84	F	244		2053
TORONTO SUN PUBLISHING CORPORATION, THE	Harden, Patrick A.	Common	S	1984		645		3754
TRADERS GROUP LIMITED	Bassel, John P.	Class A	D	--				104027
	PMSM Investments Ltd.			Oct/84	1	281		53007
	Marchment, Alan R.		DS	Oct/84	T	5		1022
	McCutcheon, Frederic Y.		D	Oct/84	T	479		89092
TRANSALTA UTILITIES CORPORATION	Black, Robert G.	Common	DS	1984		113		2170
	RRSP			--	1			3500
	Thrall, Ralph A.		D	Oct/84	T	14		790

REPORTING ISSUER	INSIDER	SECURITY	REL'N	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
TRANSALTA UTILITIES CORPORATION (Continued)	Thrall, Ralph A.	Common	D					
	Through Holding Companies			Oct/84	1.	15		864
TRANSALTA RESOURCES CORPORATION	Teare, Kenneth G.	Securities	SB	--	IR			---
TREASURE VALLEY EXPLORATIONS LTD	Clubb, James B.	Common	DS	--				55000
	J.B. Clubb Investments Limited			Oct/84	1		100000	766346
	Les Immeubles Cunard Limitee			--	1			41923
TRI POWER PETROLEUM CORPORATION	Ismond, Wesley G.	Common	D	Oct/84		15000		90000
TRILOGY RESOURCES CORPORATION	Bauer, David	Common	D	Oct/84		3113		126899
TRU-WALL GROUP LIMITED	Ursini, Leonard A.	Common	DS	--				24539
	Leonard Ursini			Oct/84	1	300		57500
	Investments Limited			--	1			89484
	Ursini Bros. Limited							
TWIN RICHFIELD OILS LTD.	Duncan, L. Stewart	Class B	DS	Oct/84		2000		34750
UNICORP RESOURCES LTD.	Richardson, James A.	Class B		Oct/84		500		500
	Westmead Limited			--	1			484973
	Unicorp Canada Corporation	Class A	DB	Oct/84		140400		9752723
VS SERVICES LTD.	Boone, Robert E.	Common	DS	Aug/84			60	760
VTL VENTURE EQUITIES LTD.	Litwin, Fred A.	Common	B	Oct/84			36000	935526
	Amended Lambda Mercantile Corporation			Oct/84	1		4000	1389906
VANGUARD TRUST OF CANADA LIMITED	Beck, H. Thomas	Common	D	--				200
				Oct/84		5715		71430
	Elman, Harvey		D	--	IR			500
	Martin, Ross L.		D	Oct/84		161		1361

REPORTING ISSUER	INSIDER	SECURITY	REL'N	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
VANGUARD TRUST OF CANADA LIMITED (Continued)	Martin, Ross L.	Common	D					
	R.L.M. Investments Incorporated			Oct/84	1	27268		230008
	Riddell, Susan		D	--	IR			500
	Rocheleau, Serge		D	--	IR			500
	Sidco Developments Incorporated		B	--	IR			229932
				Sep/84		45986		
				Oct/84			68980	206938
HIRAM WALKER RESOURCES LTD.	Odette, Edmond G.	Common	D	Oct/84		1667		20000
	Wife			--	1			7333
	M.G.F.O. Holdings Ltd.			--	1			7000
	Children			--	1			549
	Estate of Late L.L. Odette			--	1			2500
	Eastern Const. Co. Ltd.			--	1			8250
	Associated Leaseholds			--	1			10000
WARDAIR INTERNATIONAL LTD.	Parsons, Norman J.	Common	S	Sep/84		2000		2000
WESTMIN RESOURCES LIMITED	Kulsky, Eugene W.	Common	S	Oct/84	X	11000		11000
	Held By Trustee			--	1			17
WIX INC.	Nourse, Robert M.	Common	D	Oct/84			100	---
WORLDWIDE ENERGY CORPORATION	Blair, William P.	Common	D	--	IR			234522
	Vermillion, John E.		S	Oct/84		100		300
YELLOWKNIFE BEAR RESOURCES INC	Yellowknife Bear Resources Inc.	Common		Oct/84		9000		
				Oct/84	R		9000	---

REPORT UNDER SECTION 113 OF THE ACT

MANAGEMENT COMPANY	SELLER	PURCHASER	DATE OF TRANSACTION	NATURE OF TRANSACTION
MIDLAND DOHERTY LIMITED	Alcan Aluminum	Resources of Canada Fund	Oct/1984	50 Call Nov 40
" "	Golden Knight Resources Inc.	Resources of Canada Fund	Oct/1984	34,000 Common
" "	Noranda Inc.	Resources of Canada Fund	Oct/1984	30 Call Feb. 20
" "	Resources of Canada Fund	Falconbridge Ltd.	Oct/1984	3,100 Common
" "	" "	MacMillan Blodel Ltd.	Oct/1984	4,244 Common
" "	" "	Noranda Inc.	Oct/1984	200 Common
" "	Rio Algom Limited	Resources of Canada Fund	Oct/1984	5,000 Common

CHAPTER 8

NOTICES OF EXEMPT FINANCINGS

REPORTS OF TRADES SUBMITTED ON FORM 20
UNDER THE SECURITIES ACT 1980

TRANSACTION DATE	PURCHASER	SECURITY	PRICE	AMOUNT
Oct. 31, 1984	Abitibi-Price Refinance Inc.	ABITIBI-PRICE INC. SERIES K DEBENTURES	US$5,285,638	US$5,285,638
Oct. 25, 1984	591747 Ontario Limited	BEAUTY COUNSELORS INTERNATIONAL INC. 10% DEBENTURES	$200,000	One
"	592314 Ontario Limited	" "	"	One
Sep. 30, 1984	Pension Plan for Employees of Windsor Raceway Inc.	BLACK, GALPER & HEESSELS POOLED PENSION FUND - UNITS	40,294	1 units
"	Pension Plan for Group "A" Employees of North American Bloodstock Agency Limited	" "	10,073	1 units
Oct. 15, 1984	Peters, James R.	CAMBRIDGE VENTURE LTD. CLASS H SHARES	100,000	1,000 shares
Oct. 30, 1984	BGR Precious Metals Inc.	ENERGY & RESOURCES (CAM) LIMITED - UNITS	178,200	198,000 units
"	New Venture Equities Ltd.	" "	"	198,000 "
Sep. 28, 1984	Firestone, D. M.	FIRAN CORPORATION - SERIES C PREFERENCE SHARES	675,000	27,000 shares
Oct. 19, 1984	Nguyen, San Duy	HERITAGE, THE - UNITS	159,055	2 units
"	Phillips, Major M.	" "	157,254	2 units
"	Sharpe, Norman C.	" "	158,754	2 units
Sep. 25, 1984	C.M.P. 1984 Mineral Partnership and Company, Limited	INSPIRATION RESOURCES CORPORATION - COMMON SHARES	865,774	61,841 shares
Oct. 30, 1984	Cavendish Investing Ltd.	MACLEOD-STEDMAN INC. CUMULATIVE REDEEMABLE PREFERRED SHARES, SERIES I	2,500,000	10,000 shares

REPORTS OF TRADES SUBMITTED ON FORM 20
UNDER THE SECURITIES ACT 1980

TRANSACTION DATE	PURCHASER	SECURITY	PRICE	AMOUNT
Oct. 30, 1984	Onex Western Acquisitions Limited	MACLEOD-STEDMAN INC. CUMULATIVE REDEEMABLE PREFERRED SHARES, SERIES I	$2,500,000	10,000 shares
Oct. 22, 1984	Keyes, John	MERCATOR RESOURCE CORPORATION COMMON SHARES	5,000	12,500 shares
"	Lapp, Philip A.	" "	"	12,500 "
Oct. 26, 1984	C.M.P. 1984 Mineral Partnership and Company, Limited	NORTHGATE EXPLORATION LIMITED COMMON SHARES	200,000	24,806 shares
Oct. 22, 1984	C.M.P. 1984 Mineral Partnership and Company, Limited	QUEBEC STURGEON RIVER MINES LIMITED - COMMON SHARES	243,938	36,881 shares
Oct. 31, 1984	Canada Malting Co. Limited	SEMI-TECH MICROELECTRONICS CORPORATION - DEMAND PROMISSORY NOTE	2,000,000	$1,160,000
Oct. 10, 1984	Hellens Management and Development Company Limited	SILVERSIDE RESOURCES INC. COMMON SHARES	23,500	25,000 shares
"	Hellens, A. D.	" "	47,000	50,000 shares
"	Kee, Charles A.	" "	23,500	25,000 shares
"	McChip Resources Inc.	" "	47,000	50,000 shares
"	McMulkin, Margaret L.	" "	28,200	30,000 shares
"	N.M. Paterson & Sons Limited	" "	94,000	100,000 shares
"	Rock Realty and Investments Ltd.	" "	47,000	50,000 shares
"	Temco Mines Limited	" "	94,000	100,000 shares

REPORTS OF TRADES SUBMITTED ON FORM 20
UNDER THE SECURITIES ACT 1980

TRANSACTION DATE	PURCHASER	SECURITY	PRICE	AMOUNT
Oct. 10, 1984	Voyager Explorations Limited	SILVERSIDE RESOURCES INC. COMMON SHARES	$94,000	100,000 shares
Oct. 22, 1984	C.M.P. 1984 Mineral Partnership and Company, Limited	ST ANDREW GOLDFIELDS LTD. COMMON SHARES	215,694	40,506 shares
Oct. 12, 1984	Atkinson, Garth	T-B SYNDICATE - UNITS	20,000	2 units
"	Aus, Arne	" "	10,000	1 units
"	Aziz, Joseph S.	" "	"	1 "
"	Camston Toronto Ltd.	" "	"	1 "
"	Georgian Bay Holdings Limited	" "	"	1 "
"	Lancaster, David	" "	"	1 "
"	Rector, Maurice	" "	"	1 "
"	Zyla, Paul	" "	"	1 "
Nov. 07, 1984	Bingley, Richard	TEESHIN RESOURCES LTD. - UNITS	20,000	1 units
"	Brewster, Norman E.	" "	7,500	.375 units
"	Elliott, Stephen D.	" "	20,000	1 units
"	Hugo, J.R.Y.	" "	30,000	1.5 units
"	Linden, Ronald	" "	"	1.5 "
"	Tremblay, Gilles	" "	7,500	.375 units
Oct. 24, 1984	Laurenzon, Vincent D.	WHITEHALL PARTNERSHIP - UNITS	100,000	2 units
Oct. 15, 1984	Bryce, Taylor	WYNDHAM ESTATES LIMITED PARTNERSHIP - UNITS	25,000	25 units

REPORTS OF TRADES SUBMITTED ON FORM 20
UNDER THE SECURITIES ACT 1980

TRANSACTION DATE	PURCHASER	SECURITY	PRICE	AMOUNT
Oct. 15, 1984	Carlisle, James S.	WYNDHAM ESTATES LIMITED PARTNERSHIP - UNITS	$25,000	25 units
"	Cleary, Elizabeth	" "	"	25 "
"	Cranston, Karen P.	" "	"	25 "
"	Donnelly, H. Bruce	" "	"	25 "
"	Edwards, David	" "	75,000	75 units
"	Harley, Kenneth J.	" "	25,000	25 units
"	Leger, Leo	" "	"	25 "
"	Lowes, John N.	" "	"	25 "
"	Millen, Douglas	" "	"	25 "
"	Montgomery, Kerry J.	" "	"	25 "
"	Pirbhai, Kalimuddin	" "	"	25 "
"	Purdy, Kevin R.	" "	"	25 "
"	Razak, Kidy A.	" "	"	25 "
"	Renaud, Ronald R.	" "	50,000	50 units
"	Shaffer, Mark	" "	25,000	25 units
"	Sinyantoo, K.S. R.	" "	"	25 "
"	Sockett, Charles	" "	"	25 "
"	Sturtridge, J. W.	" "	"	25 "
"	Wannan, Berry	" "	"	25 "

REPORTS OF TRADES SUBMITTED ON FORM 20
UNDER THE SECURITIES ACT 1980

TRANSACTION DATE	PURCHASER	SECURITY	PRICE	AMOUNT
Oct. 15, 1984	Worling, Donald H.	WYNDHAM ESTATES LIMITED PARTNERSHIP - UNITS	$25,000	25 units
"	Yang, William	" "	50,000	50 units

RESALE OF SECURITIES

FORM - 21

DATE OF RESALE	DATE OF ORIG PURCHASE	SELLER	SECURITY	PRICE	AMOUNT
Oct. 25, 1984	Oct. 19, 1983	Intrawest Properties Ltd.	ASAMERA INC. - COMMON SHARES	$3,932,500	3,932,500 shares
Sep. 11, 1984	Jun. 02, 1983	Montreal Trust Company of Canada A/C T912950	FEDERAL INDUSTRIES LTD. CLASS A SHARES	110,500	8,500 shares
Oct. 12, 1984	Apr. 29, 1983	Dofasco Employees' Savings & Profit Sharing Fund	HEES INTERNATIONAL CORP. COMMON SHARES	16,300	800 shares
"	"	"	"	40,250	2,000 "
"	"	"	"	40,500	2,000 "
Oct. 15, 1984	"	"	"	22,412	1,100 "
Oct. 30, 1984	"	"	"	840,000	40,000 "
Oct. 25, 1984	Apr. 29, 1983	Dofasco Supplementary Retirement Income Plan	"	297,250	14,500 "
Oct. 26, 1984	"	"	"	112,750	5,500 "
Oct. 30, 1984	"	"	"	327,600	15,600 "
Oct. 19, 1984	Mar. 01, 1983	Dofasco Supplementary Retirement Income Plan	LEIGH INSTRUMENTS LIMITED COMMON SHARES	687,500	250,000 shares
Jun. 14, 1984	Jan. 29, 1980	Allpak Limited	PRECAMBRIAN SHIELD RESOURCES LIMITED - COMMON SHARES	1,235,625	190,500 shares
Oct. 05, 1984	Apr. 11, 1979	Beehive Investments Limited	"	3,060	500 "
Oct. 15, 1984	Aug. 03, 1983	Dofasco Supplementary Retirement Income Plan	RIO ALTO EXPLORATION LIMITED COMMON SHARES	31,800	15,900 shares
Aug. 31, 1984	Oct. 18, 1983	Montreal Trust Company of Canada A/C T908990	SHERRITT GORDON MINES LIMITED COMMON SHARES	11,650	1,000 shares
Sep. 04, 1984	"	"	"	4,660	400 "
Sep. 05, 1984	"	"	"	71,065	6,100 "
Sep. 06, 1984	"	"	"	5,825	500 "

RESALE OF SECURITIES

FORM - 21

DATE OF RESALE	DATE OF ORIG PURCHASE	SELLER	SECURITY	PRICE	AMOUNT
Sep. 07, 1984	Oct. 18, 1983	Montreal Trust Company of Canada A/C T908990	SHERRITT GORDON MINES LIMITED COMMON SHARES	$2,330	200 shares
Sep. 10, 1984	"	"	"	17,475	1,500 "
Sep. 11, 1984	"	"	"	2,330	200 "
Sep. 12, 1984	"	"	"	3,495	300 "
Sep. 13, 1984	"	"	"	4,660	400 "
Sep. 19, 1984	"	"	"	16,310	1,400 "
"	"	"	"	23,300	2,000 "
Sep. 26, 1984	"	"	"	1,165	100 "
Sep. 28, 1984	"	"	"	2,330	200 "
Oct. 01, 1984	"	"	"	5,825	500 "
Oct. 04, 1984	"	"	"	13,980	1,200 "
Oct. 05, 1984	"	"	"	2,330	200 "
Oct. 11, 1984	"	"	"	9,320	800 "
Aug. 31, 1984	Oct. 18, 1983	Montreal Trust Company of Canada A/C T909030	"	12,815	1,100 "
Sep. 04, 1984	"	"	"	6,990	600 "
Sep. 05, 1984	"	"	"	43,105	3,700 "
Sep. 06, 1984	"	"	"	11,650	1,000 "
Sep. 12, 1984	"	"	"	2,330	200 "
Sep. 19, 1984	"	"	"	20,970	1,800 "
"	"	"	"	23,300	2,000 "

RESALE OF SECURITIES

FORM - 21

DATE OF RESALE	DATE OF ORIG PURCHASE	SELLER	SECURITY	PRICE	AMOUNT
Sep. 28, 1984	Oct. 18, 1983	Montreal Trust Company of Canada A/C T909030	SHERRITT GORDON MINES LIMITED COMMON SHARES	$11,650	1,000 shares
Oct. 04, 1984	"	"	"	13,980	1,200 "
Oct. 05, 1984	"	"	"	6,990	600 "
Oct. 11, 1984	"	"	"	10,485	900 "
Oct. 12, 1984	"	"	"	9,320	800 "
Aug. 16, 1984	Oct. 18, 1983	Montreal Trust Company of Canada A/C T985160	"	43,105	3,700 "
Aug. 17, 1984	"	"	"	44,270	3,800 "
Aug. 10, 1984	Jun. 04, 1980	Allpak Limited	UNION GAS LIMITED COMMON SHARES	10,300,000	1,000,000 shares
Oct. 22, 1984	Feb. 02, 1983	Canadian National Railway Company	"	108,976	9,800 "
Oct. 23, 1984	"	"	"	162,464	14,700 "

NOTICE OF INTENTION TO DISTRIBUTE SECURITIES PURSUANT TO SUBSECTION 7 OF SECTION 71

SELLER	SECURITY	AMOUNT
Conwest Exploration Company Limited	CHANCE MINING AND EXPLORATION COMPANY LIMITED COMMON SHARES	421,181 shares
Dingwall, William G.	DAVIDSON TISDALE MINES LIMITED - COMMON SHARES	43,404 "
Kent, Kenneth R.	" "	40,994 "
Faraday Resources Inc.	HYDRA EXPLORATIONS LIMITED - COMMON SHARES	250,000 "
Rogers, Edward S.	ROGERS CABLESYSTEMS INC. - CLASS A AND/OR CLASS B SHARES	1,500,000 "
Samarac Corporation Ltd, The	STRATAS CORPORATION LTD., THE - COMMON SHARES	1,679,250 "
Swaisland, Kenneth F.	" "	25,000 "

CHAPTER 9

TAKE-OVER BIDS, ISSUER BIDS (NIL)

THERE IS NO MATERIAL FOR THIS CHAPTER

IN THIS ISSUE

CHAPTER 10

CONTINUOUS DISCLOSURE FILINGS

Public Documents Filed with the Ontario Securities Commission

ISSUER	TITLE
A.E. LEPAGE LIMITED	PRESS RELEASE
ABATERRA ENERGY LTD.	IFS 3 MN JL 31 84
ABERFORD RESOURCES LTD.	T.S.E. MATERIAL
AGASSIZ RESOURCES LTD.	PRESS RELEASE
AGASSIZ RESOURCES LTD.	PRESS RELEASE
AGASSIZ RESOURCES LTD.	PRESS RELEASE
AGRA INDUSTRIES LIMITED	PRESS RELEASE
AKAITCHO YELLOWKNIFE GOLD MINES LTD.	IFS 9 MN SE 30 84
AKAITCHO YELLOWKNIFE GOLD MINES LTD.	CERTIF. OF MAILING
ALBANY OIL AND GAS LTD.	SHRHLDRS. MTNG. MAT.
ALBERTA ENERGY COMPANY LTD.	RULING/ORDER/REASONS
ALBERTA ENERGY COMPANY LTD.	APPLICATION
ALCAN ALUMINIUM LIMITED	PRESS RELEASE
ALCAN ALUMINIUM LIMITED	PRESS RELEASE
ALCAN ALUMINIUM LIMITED	PRESS RELEASE
ALCAN ALUMINIUM LIMITED	PRESS RELEASE
ALCAN ALUMINIUM LIMITED	PRESS RELEASE
ALCAN ALUMINIUM LIMITED	PRESS RELEASE
ALCAN ALUMINIUM LIMITED	PRESS RELEASE
ALCAN ALUMINIUM LIMITED	PRESS RELEASE
ALCAN ALUMINIUM LIMITED	PRESS RELEASE
ALGOMA STEEL CORPORATION LIMITED	RULING/ORDER/REASONS
ALTEX RESOURCES LTD.	T.S.E. MATERIAL
AMAX INC.	PRESS RELEASE
AMAX INC.	T.S.E. MATERIAL
AMCA INTERNATIONAL LIMITED	PRESS RELEASE
AMCA INTERNATIONAL LIMITED	RULING/ORDER/REASONS
AMTELECOM INC.	PARTIAL REDEMPTION
ANGLO-CANADIAN TELEPHONE COMPANY	IFS 9 MN SE 30 84
ANSIL RESOURCES LIMITED	IFS 9 MN SE 30 84
ARBOR CAPITAL RESOURCES INC.	PRIVATE PLACEMENTS
ARC INTERNATIONAL CORPORATION	ANNUAL REPORT
ARC INTERNATIONAL CORPORATION	SHRHLDRS. MTNG. MAT.
ARJON GOLD MINES LIMITED	IFS 9 MN SE 30 84
ASAMERA INC.	PRESS RELEASE
ASSOCIATES CAPITAL CORPORATION OF CANADA	AUD. ANN. FIN. STMT.
ASTRAL BELLEVUE PATHE INC.	CERTIFIED INTERIMS,
ASTRAL BELLEVUE PATHE INC.	PRESS RELEASE
AUBREY ESTATES LIMITED PARTNERSHIP	LIMITED PARTNERS EXE
AVINDA VIDEO INCORPORATED	PRESS RELEASE
B.T. POOLED BOND FUND	PRIVATE PLACEMENTS
BANK OF BRITISH COLUMBIA	PRESS RELEASE
BANK OF BRITISH COLUMBIA	PRESS RELEASE
BANK OF MONTREAL	PRESS RELEASE
BANKENO MINES LTD.	TAKEOVER/FORM 35
BANKENO MINES LTD.	PRESS RELEASE
BANKENO MINES LTD.	TAKEOVER/FORM 35
BANKENO MINES LTD.	PRESS RELEASE

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ISSUER	TITLE
BANKENO MINES LTD.	PRESS RELEASE
BARRICK RESOURCES CORPORATION	PRIVATE PLACEMENTS
BARRINGTON PROPERTIES LTD.	PRESS RELEASE
BATEMAN BAY MINING COMPANY INC.	CERTIFIED INT. FIN.
BATEMAN BAY MINING COMPANY INC.	LET. TO SHAREHOLDERS
BATON BROADCASTING INCORPORATED	PRELIMINARY REPORT,
BATON BROADCASTING INCORPORATED	CERTIF. OF MAILING
BBC REALTY INVESTORS	PRESS RELEASE
BCI MANAGEMENT CORP.	ANNUAL REPORT
BCI MANAGEMENT CORP.	SHRHLDRS. MTNG. MAT.
BELL CANADA	PRESS RELEASE
BELL CANADA ENTERPRISES INC.	PRESS RELEASE
BELL CANADA ENTERPRISES INC.	PRESS RELEASE
BELL CANADA ENTERPRISES INC.	T.S.E. MATERIAL
BIG LONG LAC GOLD MINING COMPANY LIMITED	IFS 9 MN SE 30 84
BONANZA RESOURCES LTD.	T.S.E. MATERIAL
BONAR INC.	IFS 9 MN SE 01 84
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BOW VALLEY INDUSTRIES LTD.	PRESS RELEASE
BOW VALLEY INDUSTRIES LTD.	DIVIDEND REINVESTMEN
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BRASCAN LIMITED	PRIVATE PLACEMENTS
BRINCO LIMITED	PRESS RELEASE
BRINCO LIMITED	PRIVATE PLACEMENTS
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BROULAN RESOURCES INC.	PRIVATE PLACEMENTS
BROWN-MCDADE RESOURCES LIMITED	PRIVATE PLACEMENTS
BRUNSWICK MINING AND SMELTING	PRESS RELEASE
C-I-L INC.	IFS 9 MN SE 30 84
C-I-L INC.	PRESS RELEASE
C-I-L INC.	C-I-L STRATEGY OVERV
CACHE D'OR RESOURCE INC.	SHRHLDRS. MTNG. MAT.
CAMBRIDGE SHOPPING CENTRES LIMITED	PRESS RELEASE
CAMBRIDGE SHOPPING CENTRES LIMITED	PRESS RELEASE
CAMERON TOWER LIMITED PARTNERSHIP	LIMITED PARTNERSHIP
CAMPBELL RESOURCES INC.	ANNUAL INFO. FORM
CANADA PACKERS INC.	IFS 26 WK SE 29 84

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CANADA SAFEWAY LIMITED	IFS 36 WK SE 08 84
CANADA TRUSTCO MORTGAGE COMPANY	PRESS RELEASE
CANADIAN CORPORATE MANAGEMENT COMPANY	IFS 9 MN SE 30 84
CANADIAN CORPORATE MANAGEMENT COMPANY	LET. TO SHAREHOLDERS
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CANADIAN MARCONI COMPANY	PRESS RELEASE
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CANADIAN PACIFIC ENTERPRISES LIMITED	RULING/ORDER/REASONS
CANADIAN PACIFIC LIMITED	PRIVATE PLACEMENTS
CANADIAN TIRE CORPORATION LIMITED	PRIVATE PLACEMENTS
CANADIAN UTILITIES LIMITED	PRESS RELEASE
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CANAMAX RESOURCES INC.	CERTIF. OF MAILING
CAPSTONE INVESTMENT TRUST	REPORT TO UNITHOLDER
CARENA-BANCORP HOLDINGS INC.	PRIVATE PLACEMENTS
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CCL INDUSTRIES INC.	IFS 9 MN SE 30 84
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CENTRAL TRUST COMPANY	PRESS RELEASE
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CHRYSLER CORPORATION	PRESS RELEASE
CIRCO CRAFT CO. INC.	PRESS RELEASE
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CLAVOS PORCUPINE MINES LIMITED	IFS 9 MN SE 30 84
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CLEYO RESOURCES INC.	CERTIF. OF MAILING
COHO RESOURCES LIMITED	PRESS RELEASE
COLOR YOUR WORLD, INC.	PRIVATE PLACEMENTS
COMINCO LTD.	EARNINGS, 9 MNS TO S
COMINCO LTD.	RULING/ORDER/REASONS
COMSTOCK KENO MINES LTD.	IFS 9 MN SE 30 84
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CONSOLIDATED-BATHURST INC.	PRESS RELEASE
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CONTINENTAL BANK OF CANADA	PRESS RELEASE
CONVENTURES LIMITED	PRESS RELEASE
COOPER CANADA LIMITED	IFS 9 MN SE 30 84
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CORPORATE FOODS LIMITED	RULING/ORDER/REASONS

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COSEKA RESOURCES LIMITED	RESULTS, 9 MONTHS EN
CRAIBBE-FLETCHER GOLD MINES LIMITED	IFS 9 MN SE 30 84
CROWNTEK INC.	APPLICATION
CUVIER MINES INC.	CERTIFIED INT. FIN.
CUVIER MINES INC.	CERTIFIED INTERIMS,
CYPRUS ANVIL MINING CORPORATION	PRESS RELEASE
D.H. HOWDEN & CO. LIMITED	PRESS RELEASE
DASHER RESOURCES LTD.	PRIVATE PLACEMENTS
DEACON-HODGSON INVESTMENT ACCOUNT	THIRD QUARTER REPORT
DEER MEADOW ESTATES LIMITED PARTNERSHIP	PARTNERS' EXEMPTION
DERLAK RED LAKE GOLD MINES, LIMITED	IFS 9 MN SE 30 84
DEXLEIGH CORPORATION	PRIVATE PLACEMENTS
DISTRICT TRUST COMPANY	CERTIF. OF MAILING
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DOFASCO INC.	EXEMPT FIN. NOTICE
DOFASCO INC.	PRESS RELEASE
DOME PETROLEUM LIMITED	PRESS RELEASE
DOME PETROLEUM LIMITED	PRESS RELEASE
DOMINION LIFE ASSURANCE CO.	RULING/ORDER/REASONS
DOMINION LIFE ASSURANCE CO.	PRESS RELEASE
DOMINION TEXTILE INC.	PRESS RELEASE
DOMTAR INC.	PRESS RELEASE
DONOHUE INC.	T.S.E. MATERIAL
DORE EXPLORATIONS INC.	PRESS RELEASE
DOVER INDUSTRIES LTD.	EARNINGS, 9 MONTHS T
DREADNOUGHT INVESTMENTS LIMITED	UNAUDITED FIN. STMTS
DREADNOUGHT INVESTMENTS LIMITED	UNAUDITED FINANCIAL
DRG INC.	PRESS RELEASE
DRG INC.	PRESS RELEASE
DRG INC.	DIVIDEND NOTICE
DUMAGAMI MINES LIMITED	LET. TO SHAREHOLDERS
DUPONT CANADA INC.	PRESS RELEASE
DYNAMIC AMERICAN FUND	CHANGE OF ADDRESS
DYNAMIC INCOME FUND	CHANGE OF ADDRESS
DYNAMIC PROSPECTOR FUND	CHANGE OF ADDRESS
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DYNAMIC-GUARDIAN GOLD FUND	CHANGE OF ADDRESS
EASTERN BAKERIES LIMITED	RULING/ORDER/REASONS
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ECONOMIC INVESTMENT TRUST LIMITED	IFS 9 MN SE 30 84
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ENERTEC CORPORATION	FORM S-1, REGISTRATI
EQUICAN VENTURES INC.	CERTIF. OF MAILING
EQUICAN VENTURES INC.	SHRHLDRS. MTNG. MAT.
EQUITY SILVER MINES LIMITED	PRESS RELEASE
EQUITY SILVER MINES LIMITED	PRESS RELEASE

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ETHYL CORPORATION	EARNINGS, 9 MONTHS E
FALCONBRIDGE LIMITED	IFS 9 MN SE 30 84
FALCONBRIDGE LIMITED	IFS 9 MN SE 30 84
FALCONBRIDGE LIMITED	PRESS RELEASE
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FINNING TRACTOR & EQUIPMENT COMPANY	T.S.E. MATERIAL
FINNING TRACTOR & EQUIPMENT COMPANY	PRESS RELEASE
FIRESPUR EXPLORATIONS LIMITED	IFS 9 MN SE 30 84
FIRESPUR EXPLORATIONS LIMITED	CERTIF. OF MAILING
FIRST UNITED CAPITAL INC.	CONSOLIDATED INT. FI
FIRST UNITED CAPITAL INC.	CONSOLIDATED INT. FI
FIRST UNITED CAPITAL INC.	CONSOLIDATED INT. FI
FORD MOTOR COMPANY OF CANADA LTD.	PRESS RELEASE
GALORE GOLD RESOURCES INC.	IFS 9 MN AG 31 84
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GANDALF TECHNOLOGIES INC.	PRESS RELEASE
GBC CAPITAL LTD.	SHRHLDRS. MTNG. MAT.
GENERAL AMERICAN TECHNOLOGIES INC.	IFS 9 MN AG 31 84
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GENERAL HYDROCARBONS LIMITED	IFS 9 MN SE 30 84
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GOGAMA RESOURCES INC.	PROSPECTUS
GOLDEN BEAR EXPLORATIONS INC.	FORM 27-MAT. CHANGE
GOLDEN BRIAR MINES LIMITED	PRESS RELEASE
GOLDEN GROUP PARTNERS AND COMPANY, LTD.	PRELIM. PROSPECTUS
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GOTAAS-LARSEN SHIPPING CORPORATION	PRESS RELEASE
GRANITE DEVELOPMENT CORPORATION	CERTIF. OF MAILING
GREAT LAKES FOREST PRODUCTS LIMITED	PRESS RELEASE
GREEN DIAMOND OIL CORPORATION	IFS 9 MN AG 31 84
GREY GOOSE CORPORATION LIMITED	PRESS RELEASE
GUARANTY TRUST COMPANY OF CANADA	PRESS RELEASE
GUARDIAN COMPUTER TREND FUND	PRELIM. PROSPECTUS
GULF CORPORATION	T.S.E. MATERIAL
HAMMERSON CANADA INC.	PRELIM. PROSPECTUS

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HAMMERSON PROPERTY INVES'T & DEVELOP.	PRESS RELEASE
HARTCO ENTERPRISES INC.	PRELIM. PROSPECTUS
HARVEY WOODS LIMITED	IFS 9 MN SE 29 84
HEDMAN RESOURCES LIMITED	EXEMPT FIN. NOTICE
HELIX CIRCUITS INC.	PRESS RELEASE
HEMERDON MINING & SMELTING LIMITED	IFS 6 MN SE 30 84
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HIRAM WALKER RESOURCES LTD.	NOTICE OF REDEMPTION
HUDSON BAY MINING AND SMELTING CO.,	PRESS RELEASE
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ICAN RESOURCES LTD.	AUD. ANN. FIN. STMT.
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IMASCO LIMITED	PRESS RELEASE
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INDUSTRIAL EQUITY FUND LIMITED	THIRD QUARTER REPORT
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ISSUER	TITLE
INTENSITY RESOURCES LTD.	APPLICATION
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INVESTORS GROUP, THE	PRESS RELEASE
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IPSCO INC.	T.S.E. MATERIAL
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IVACO INC.	PRIVATE PLACEMENTS
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IVACO INC.	PRESS RELEASE
IVEST FUND INC.	ANNUAL REPORT
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JEDBURGH RESOURCES LIMITED	FORM 27-MAT. CHANGE
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K.T. RESOURCES (1981) LIMITED	RIGHTS OFFERING
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KERR ADDISON MINES LIMITED	PRESS RELEASE
KERR-MCGEE CORPORATION	PRESS RELEASE
KIENA GOLD MINES LIMITED	PRESS RELEASE
KIENA GOLD MINES LIMITED	PRESS RELEASE
KIENA GOLD MINES LIMITED	T.S.E. MATERIAL
KREMZAR GOLD MINES LIMITED	PRESS RELEASE
LAC MINERALS LTD.	PRESS RELEASE
LACANA MINING CORPORATION	OPTION GRANTED TO WE
LAFARGE CORPORATION	PRESS RELEASE
LAFARGE CORPORATION	PRESS RELEASE
LAIDLAW TRANSPORTATION LIMITED	PRESS RELEASE
LAKE MINE RESOURCES INC.	IFS 6 MN AG 31 84
LAKE SHORE MINES LIMITED	PRESS RELEASE
LAKE SHORE MINES LIMITED	PRESS RELEASE
LAMBDA MERCANTILE CORPORATION	PRESS RELEASE
LAMBDA MERCANTILE CORPORATION	SHRHLDRS. MTNG. MAT.
LES MINES EST MALARTIC LTEE	DISSOLUTION OF COMPA
LES TERRAINS AURIFERES MALARTIC (QUEBEC)	DISSOLUTION OF COMPA
LITTLE LONG LAC GOLD MINES LIMITED	PRESS RELEASE

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ISSUER	TITLE
LITTLE LONG LAC GOLD MINES LIMITED	PRESS RELEASE
LONDON LIFE INSURANCE COMPANY	IFS 9 MN SE 30 84
LOUISBURG PROPERTY HOLDINGS LIMITED	APPLICATION
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MASTERMET COBALT MINES LIMITED	NAME CHANGE
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MMC VIDEO ONE CANADA LTD.	T.S.E. MATERIAL
MORCORP INVESTMENT CORPORATION	APPLICATION
MORGAN HYDROCARBONS INC.	SHRHLDRS. MTNG. MAT.
MOUNTAIN FRONTIER EXPLORATION LTD.	PRELIM. PROSPECTUS
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MSR EXPLORATION LTD.	PRESS RELEASE
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MURPHY OIL COMPANY LTD.	PRESS RELEASE
MUSCOCHO EXPLORATION LIMITED	FORM 27-MAT. CHANGE
MUTUAL DIVERSIFUND 25	PRELIM. PROSPECTUS
MUTUAL DIVERSIFUND 40	PRELIM. PROSPECTUS
MUTUAL DIVERSIFUND 55	PRELIM. PROSPECTUS
MUTUAL EQUIFUND	PRELIM. PROSPECTUS
MUTUAL MONEY MARKET FUND	PRELIM. PROSPECTUS
N.W.T. COPPER MINES LIMITED	APPLICATION

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NABISCO BRANDS LTD.	PRESS RELEASE
NABISCO BRANDS LTD.	PRESS RELEASE
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NORANDA INC.	PRESS RELEASE
NORANDA INC.	PRESS RELEASE
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NORCEN ENERGY RESOURCES LIMITED	PRESS RELEASE
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NORTHERN TELECOM LIMITED	PRESS RELEASE
NORTHERN TELECOM LIMITED	PRESS RELEASE
NORTHSTAR RESOURCES LTD.	IFS 6 MN JE 30 84
NORTHSTAR RESOURCES LTD.	SHRHLDRS. MTNG. MAT.
O'TOOLES FOOD CORPORATION	PRESS RELEASE
O'TOOLES FOOD CORPORATION	PRESS RELEASE
O'TOOLES FOOD CORPORATION	PRESS RELEASE
OILTEX INTERNATIONAL LTD.	PRIVATE PLACEMENTS
ONTARIO SECURITIES COMMISSION	PROPOSED NEW SECURIT
ONTARIO SECURITIES COMMISSION	PROPOSED NEW SECURIT
ONYX PETROLEUM EXPLORATION COMPANY	PRESS RELEASE
PACIFIC TRANS-OCEAN RESOURCES LTD.	PRESS RELEASE
PACIFIC WESTERN AIRLINES CORPORATION	IFS 9 MN SE 30 84
PAGURIAN CORPORATION LIMITED, THE	IFS 9 MN SE 30 84
PALM SPRINGS SQUARE LIMITED PARTNERSHIP	RULING/ORDER/REASONS
PALM SPRINGS SQUARE LIMITED PARTNERSHIP	C.T.O., MANITOBA SEC
PAMOUR PORCUPINE MINES LIMITED	IFS 9 MN SE 30 84
PANGEAN FINANCIAL CORP. LTD.	NET ASSET VALUATION,
PARK SQUARE PROPERTIES LIMITED	LIMITED PARTNERS' EX
PARKLAND INDUSTRIES LTD.	ANNUAL REPORT
PARKLAND INDUSTRIES LTD.	ANNUAL REPORT
PARKLAND INDUSTRIES LTD.	SHRHLDRS. MTNG. MAT.
PARKLAND INDUSTRIES LTD.	SHRHLDRS. MTNG. MAT.
PATHFINDER FINANCIAL CORPORATION	PRIVATE PLACEMENTS
PCL INDUSTRIES LIMITED	PRESS RELEASE
PE BEN OILFIELD SERVICES LTD.	IFS 9 MN SE 30 84
PE BEN OILFIELD SERVICES LTD.	PRESS RELEASE
PENN-LYNC RESOURCES LTD.	IFS 9 MN SE 30 84
PENNINGTON'S STORES LIMITED	LETTER OF TRANSMITTA
PENNINGTON'S STORES LIMITED	NOTICE OF REDEMPTION
PERREX RESOURCES INC.	IFS 3 MN AG 31 84
PERREX RESOURCES INC.	AMENDMENT TO PRO.

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Public Documents Filed with the Ontario Securities Commission

ISSUER	TITLE
PETER ISLAND RESOURCES INC.	PRESS RELEASE
PETRO-SUN INTERNATIONAL INC.	PRESS RELEASE
PETROLANTIC RESOURCES INC.	PRESS RELEASE
PETROLANTIC RESOURCES INC.	PRIVATE PLACEMENTS
PETROLANTIC RESOURCES INC.	PRIVATE PLACEMENTS
PETROMET RESOURCES LIMITED	PRIVATE PLACEMENTS
PHOENIX GOLD MINES LIMITED	PRIVATE PLACEMENTS
PINE POINT MINES LIMITED	EARNINGS, 9 MONTHS E
PLACER DEVELOPMENT LIMITED	PRESS RELEASE
PLACER DEVELOPMENT LIMITED	PRESS RELEASE
PONY SPORTING GOODS LIMITED	PRESS RELEASE
POTTER DISTILLERIES LTD.	PRESS RELEASE
POTTER DISTILLERIES LTD.	PRESS RELEASE
POWER FINANCIAL CORPORATION	T.S.E. MATERIAL
PRAIRIE OIL ROYALTIES COMPANY LIMITED	PRESS RELEASE
PRENOR GROUP LTD.	VOTING TRUST AGREEME
PROVIGO INC.	T.S.E. MATERIAL
PUISSANCE CORPORATION	LET. TO SHAREHOLDERS
PUISSANCE CORPORATION	APPLICATION
RALEIGH RESOURCES LTD.	IFS 6 MN JL 31 84
RALEIGH RESOURCES LTD.	CERTIF. OF MAILING
RAYROCK RESOURCES LIMITED	PRESS RELEASE
RAYROCK RESOURCES LIMITED	PRESS RELEASE
REAL PROPERTY TRUST OF CANADA	PROSPECTUS
REAL TIME DATAPRO LTD.	IFS 6 MN AG 31 84
RED ROCKET EXPLORATION INC.	IFS 3 MN AG 31 84
RED ROCKET EXPLORATION INC.	FORM 27-MAT. CHANGE
RED ROCKET EXPLORATION INC.	SHRHLDRS. MTNG. MAT.
REDPATH INDUSTRIES LIMITED	PRESS RELEASE
REDPATH INDUSTRIES LIMITED	PRESS RELEASE
REICHHOLD LIMITED	PRESS RELEASE
REITMAN'S (CANADA) LIMITED	DIVIDEND NOTICE
RIO ALGOM LIMITED	PRESS RELEASE
ROCHESTER MIDLAND CORPORATION	APPLICATION
ROLLAND INC.	PRESS RELEASE
ROMFIELD BUILDING CORPORATION LIMITED	SIGNED ANN. FIN. STM
ROSE GOLD MINING COMPANY, LIMITED	IFS 9 MN SE 30 84
ROYAL TRUSTCO LIMITED	IFS 9 MN SE 30 84
ROYAL TRUSTCO LIMITED	FORM 27-MAT. CHANGE
ROYAL TRUSTCO LIMITED	PRESS RELEASE
ROYAL TRUSTCO LIMITED	PRESS RELEASE
ROYAL TRUSTCO LIMITED	INFO: SERIES C & D P
ROYAL TRUSTCO LIMITED	INFO: CLASSES A & B
ROYAL TRUSTCO LIMITED	INFO: SERIES A & B P
ROYAL TRUSTCO LIMITED	ANNUAL INFO. FORM
SANDY CAY RESOURCES INC.	PRESS RELEASE
SCEPTRE RESOURCES LIMITED	PRESS RELEASE
SCINTILORE EXPLORATIONS LIMITED	PRESS RELEASE

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Public Documents Filed with the Ontario Securities Commission

ISSUER	TITLE
SCINTILORE EXPLORATIONS LIMITED	PRESS RELEASE
SCINTREX LIMITED	PRESS RELEASE
SCOTT PAPER LIMITED	PRESS RELEASE
SEARS CANADA INC.	DIVIDEND NOTICE
SEEL MORTGAGE INVESTMENT CORPORATION	IFS 9 MN SE 30 84
SEEL MORTGAGE INVESTMENT CORPORATION	DIVIDEND NOTICE
SEMI-TECH MICROELECTRONICS CORPORATION	PRIVATE PLACEMENTS
SHERRITT GORDON MINES LIMITED	PRESS RELEASE
SHIPPING CORPORATION OF NEW ZEALAND	AUD. ANN. FIN. STMT.
SIENNA RESOURCES LIMITED	APPLICATION
SILKNIT LIMITED	RULING/ORDER/REASONS
SILKNIT LIMITED	T.S.E. MATERIAL
SILVERSIDE RESOURCES INC.	T.S.E. MATERIAL
SILVERTON RESOURCES LTD.	T.S.E. MATERIAL
SIMPSONS ACCEPTANCE COMPANY LIMITED	IFS 26 WK JL 31 84
SOCIETE MINIERE LOUVEM INC.,LA	APPLICATION
SOUTHWIND RESOURCE EXPLORATIONS LIMITED	PRIVATE PLACEMENTS
SPAR AEROSPACE LIMITED	EXEMPT FIN. NOTICE
SPAR AEROSPACE LIMITED	EXEMPT FIN. NOTICE
ST. LAWRENCE CEMENT INC.	SHRHLDRS. MTNG. MAT.
STAKE TECHNOLOGY LTD.	PRIVATE PLACEMENTS
STEINBERG INC.	ANNUAL REPORT
STEINBERG INC.	SHRHLDRS. MTNG. MAT.
STELCO INC.	IFS 9 MN SE 30 84
STROUD RESOURCES LTD.	CERTIF. OF MAILING
STUART HOUSE INTERNATIONAL LIMITED	IFS 9 MN SE 30 84
STUART HOUSE INTERNATIONAL LIMITED	PRESS RELEASE
SULPETRO LIMITED	PRESS RELEASE
SUNRISE METALS CORPORATION	IFS 6 MN JL 31 84
TANDY CORPORATION	PRESS RELEASE
TARA EXPLORATION AND DEVELOPMENT COMPANY	FORM 27-MAT. CHANGE
TARO INDUSTRIES LIMITED	CHANGE OF ADDRESS
TELESCAN TECHNOLOGIES INC.	RULING/ORDER/REASONS
TEMBEC INC.	T.S.E. MATERIAL
TEMPLE EXPLORATIONS INC.	IFS 3 MN AG 31 84
TEMPLE EXPLORATIONS INC.	SHRHLDRS. MTNG. MAT.
TERRA MINES LTD.	PRESS RELEASE
TERRY GOLD EXPLORATIONS INC.	AUD. ANN. FIN. STMT.
TERRY GOLD EXPLORATIONS INC.	IFS 3 MN SE 30 84
TERRY GOLD EXPLORATIONS INC.	SHRHLDRS. MTNG. MAT.
TEX-U.S. OIL AND GAS INC.	PROSPECTUS
TIE/TELECOMMUNICATIONS CANADA LIMITED	PRESS RELEASE
TONECRAFT REALTY INC.	PRIVATE PLACEMENTS
TORONTO-DOMINION BANK	DIVIDEND NOTICE
TOTAL PETROLEUM (NORTH AMERICA) LTD.	PRESS RELEASE
TOTAL PETROLEUM (NORTH AMERICA) LTD.	PRESS RELEASE
TRACKER RESOURCES INC.	IFS 9 MN SE 30 84
TRADERS GROUP LIMITED	PRESS RELEASE

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Public Documents Filed with the Ontario Securities Commission

ISSUER	TITLE
TRANSCANADA PIPELINES LIMITED	PRESS RELEASE
TREASURE VALLEY EXPLORATIONS LTD.	LET. TO SHAREHOLDERS
TRILLIUM TELEPHONE SYSTEMS INC.	IFS 26 WK AG 24 84
TRILLIUM TELEPHONE SYSTEMS INC.	EARNINGS FORECAST, P
TRILOGY RESOURCES CORPORATION	APPLICATION
TRILON FINANCIAL CORPORATION	PRESS RELEASE
TRILON FINANCIAL CORPORATION	APPLICATION
TRINITY RESOURCES LTD.	PRESS RELEASE
TRINITY RESOURCES LTD.	PRESS RELEASE
TRITEX PETROLEUM CORP.	CERTIF. OF MAILING
TRITEX PETROLEUM CORP.	CERTIF. OF MAILING
TUNDRA GOLD MINES LIMITED	LET. TO SHAREHOLDERS
UNION CARBIDE CANADA LIMITED	PRESS RELEASE
UNION CARBIDE CANADA LIMITED	PRESS RELEASE
UNION GAS LIMITED	IFS 6 MN SE 30 84
UNION GAS LIMITED	PRIVATE PLACEMENTS
UNITED CANADIAN SHARES LIMITED	IFS 9 MN SE 30 84
UNITED CANADIAN SHARES LIMITED	DIVIDEND NOTICE
UNITED CORPORATIONS LIMITED	CERTIF. OF MAILING
UNITED KENO HILL MINES LIMITED	IFS 9 MN SE 30 84
UNITED SISCOE MINES INC.	PRESS RELEASE
UNIVERSAL EXPLORATIONS (83) LTD.	IFS 9 MN JL 31 84
VAN DER HOUT ASSOCIATES LIMITED	RESULTS, 9 MONTHS TO
VERSATILE CORPORATION	PRESS RELEASE
VESTGRON MINES LIMITED	EARNINGS, 9 MONTHS E
VICTORIA AND GREY TRUSTCO LIMITED	IFS 9 MN JL 31 84
WAJAX LIMITED	EXEMPT FIN. NOTICE
WALWYN INC.	PRESS RELEASE
WARNACO OF CANADA LIMITED	IFS 39 WK SE 29 84
WATERS EDGE TOWER LIMITED PARTNERSHIP	ANNUAL VOTE RE: EXEM
WAYFAIR EXPLORATIONS LIMITED	RULING/ORDER/REASONS
WESTCOAST TRANSMISSION COMPANY LIMITED	PRESS RELEASE
WESTFIELD MINERALS LIMITED	PRESS RELEASE
WESTLEY MINES LIMITED	PRESS RELEASE
WESTMIN RESOURCES LIMITED	PRIVATE PLACEMENTS
WHARF RESOURCES LTD.	PRESS RELEASE
WILSHIRE ENERGY RESOURCES INC.	PRIVATE PLACEMENTS
WRIGHT-HARGREAVES MINES LIMITED	PRESS RELEASE
WRIGHT-HARGREAVES MINES LIMITED	PRESS RELEASE
WRIGHT-HARGREAVES MINES LIMITED	PRESS RELEASE
WRIGHT-HARGREAVES MINES LIMITED	PRESS RELEASE
XEROX CANADA INC.	EARNINGS, 9 MNS TO S
ZAPATA CORPORATION	FORM 8-K
ZAVITZ TECNOLOGY INC. (FORMERLY PROMED)	IFS 9 MN AG 31 84
ZAVITZ TECNOLOGY INC. (FORMERLY PROMED)	IFS 6 MN MY 31 84

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CHAPTER 11

NEW ISSUE AND SECONDARY FINANCING

11.1 FINAL RECEIPTS ISSUED

11.1.1 CASTLEWOOD COURT LIMITED PARTNERSHIP

Castlewood Court Limited Partnership

Final receipt dated November 2, 1984 for a prospectus dated October 31, 1984 qualifying for sale 2,975,000 limited partnership units at $1.00 per unit with a minimum subscription of 10,000 units. Net proceeds to the partnership after commissions is $2,239,875.

Promoter: Qualico Developments Ltd.
Agent: Qualico Securities Ltd.

11.2 FINAL RECEIPTS ISSUED - SHORT FORM PROSPECTUS

11.2.1 AMCA INTERNATIONAL LIMITED

AMCA International Limited

A final receipt was issued November 2, 1984 for a short-form prospectus dated November 2, 1984 qualifying 4,000,000 9.5% cumulative redeemable convertible preferred shares Series 2 at $25.00 per share to yield 9.5% per annum, to net the company $96,800,000 before deducting the expenses of the issue.

Underwriters: Dominion Securities Pitfield Limited
Wood Gundy Inc.
Nesbitt Thomson Bongard Inc.

11.2.2 BELL CANADA

Bell Canada

Final receipt issued November 1, 1984 for a short form prospectus dated November 1, 1984 qualifying $125,000,000 of 12.65% Debentures, Series DN, Due 2003 to be offered at 100 to net the Corporation $123,562,500.

Underwriters: Dominion Securities Pitfield Limited
Wood Gundy Inc.
Richardsons Greenshields of Canada Limited
Levesque, Beaubien Inc.

11.2.3 CONTINENTAL BANK MORTGAGE CORPORATION

Continental Bank Corporation

A final receipt issued October 31, 1984 for a short form prospectus dated October 31, 1984 qualifying $75,000,000 guaranteed floating rate notes due 2083, unsecured and redeemable, guaranteed by the Continental Bank of Canada and redeemable at the option of the bank by delivery of floating rate bank debentures due 2083, unsecured and redeemable. Net proceeds to the company will be $74,042,500 before deducting the expenses of the issue.

Underwriter: Burns Fry Limited

11.3 PRELIMINARY PROSPECTUS - FILE CLOSED

11.3.1 GREAT HORN MINING, INC.

November 1, 1984

Great Horn Mining Inc.

The file relating to the preliminary wrap-around prospectus dated June 27, 1984 of Great Horn Mining, Inc. has been closed pursuant to Regulation 27(1)(2)

11.4 RIGHTS OFFERING ACCEPTED

11.4.1 BELL CANADA ENTERPRISES INC.

October31, 1984

Bell Canada Enterprises

Shareholder Dividend Reinvestment and Stock Purchase Plan

Material acceptable to the Commission was filed on October 22, 1984 pursuant to sections 34(1)14 and 71(1)(h) of the Securities Act (Ontario).

11.4.2 MCGARRY GOLD PARTNERSHIP

November2, 1984

McGarry Gold Partnership

Material acceptable to the Commission was filed on Octobe 31,1984 pursuant to paragraphs 34(1)(14) and 71(1)(h) of the Securities Act (Ontario).

11.5 PRELIMINARY PROSPECTUSES RECEIVED

11.5.1 REGINA CENTRE HOTEL LIMITED

October 31, 1984

Regina Centre Hotel Limited Partnership — National Issue - Ontario

Offering 1,400 limited partnership units at $5,000 per unit with a minimum subscription of 2 units.

Agent: Burns Fry Limited

11.5.2 EMERGO INVESTMENTS INC.

November 1, 1984

Emergo Investments Inc. — National Issue - Ontario

Offering $ * units, each consisting of one class A participating partially voting share, one class A share purchase warrant, Series I and one class A share purchase warrant, Series II at a price of $5.00 per unit.

Agent: Midland Doherty Limited

11.5.3 GENSTAR CORPORATION

November 2, 1984

Genstar Corporation — National Issue - Ontario

Offering 4,000,000 shares of Series E $2.375 cumulative redeemable retractable second preferred shares at a price of $25 per share.

Underwriters: Dominion Securities Pitfield Limited
Wood Gundy Inc.

11.5.4 STERLEX CD FUND

November 2, 1984

Sterlex CD Fund — National Issue - Ontario

Offering * units at a price of $ * per unit.

Agents: Merrill Lynch Canada Inc.
McLeod Young Weir Limited

11.5.5 LAUNAY RESOURCES INC.

November 5, 1984

Launay Resources Inc.

Offering 1,000,000 common shares at a price of $1.05 per share
Secondary Offering of 350,000 common shares between $1.30 to $1.80 price range.

Underwriters: Durham Securities Corporation Limited
Norwich Investments Limited

11.5.6 CANADEURO ENGINEERING CORPORATION

November 6, 1984

Canadeuro Engineering Corporation — National Issue - B.C.

Offering 160,000,000 scientific research tax credit notes at $1,000 per $ * with a minimum purchase of $10,000 for $ *.

11.5.7 SHARPE ENERGY & RESOURCES LIMITED

Sharpe Energy & Resources Limited

Offering 800,0000 common shares without par value at a price of 30c per share.
Secondary offering of 205,000 common shares without par value in the $0.30 to $1.10 price range.

Agent: Tom & Barnt Limited

11.5.8 CB PAK INC.

November 7, 1984

CB Pak Inc. National Issue - Quebec

Offering * common shares at a price of $ * per share.

Underwriters: Nesbitt Thomson Bongard Inc.
Wood Gundy Inc.
Geoffrion, Leclerc Inc.

CHAPTER 12

REGISTRATIONS

12.1 REGISTRATIONS

12.1.1 SECURITIES

REGISTRATIONS
SECURITIES

MUTUAL FUND DEALER, INVESTMENT COUNSEL and as PORTFOLIO MANAGER

EATON BAY FUNDS MANAGEMENT LIMITED
595 Bay Street,
Toronto, Ontario.
M5G 2C6
(effective November 6, 1984)
Change of name from Eaton/Bay Fund Management Limited

12.2 TERMINATIONS

12.2.1 SECURITIES

TERMINATIONS
SECURITIES

SECURITIES DEALER

A. G. Becker (Canada) Limited
20 Queen Street West,
Suite 1010,
Toronto, Ontario.
M5H 3R3
(effective October 30, 1984)
Voluntary Surrender

CHAPTER 25

OTHER INFORMATION

25.1 POLICY 1.6 - STRIP BONDS

On November 1, 1984 the Director formally approved, for the purposes of Policy 1.6 - Strip Bonds, the Information Statement in respect of generic Strip Bonds filed on October 30, 1984 by the Investment Dealers Association of Canada.

25.2 COMPANIES BRANCH/REASONS AND DECISIONS

25.2.1 A. C. TECHNOLOGY TRANSFER CORPORATION

The following is an insert with respect to a decision made by the Companies Branch, Ministry of Consumer and Commercial Relations, in the matter of A. C. TECHNOLOGY TRANSFER CORPORATION, issued on April 3rd, 1984.

Ontario Ministry of Consumer and Commercial Relations
Companies Division
555 Yonge Street
Toronto, Ontario
M7A 2H6
416/963-

IN THE MATTER OF THE
BUSINESS CORPORATIONS ACT, 1982
S.O. 1982, Chapter 4

AND

IN THE MATTER OF

A.C. TECHNOLOGY TRANSFER CORPORATION

REASONS AND DECISION

APPEARANCES:

No one appearing on behalf of A.C. Technology Transfer Corporation (hereinafter sometimes referred to as the "Proponent")

Mary Catherine Fuller, on behalf of Technology Transfer (hereinafter sometimes referred to as the "Objector")

A hearing was held before me on the 3rd day of April, 1984 pursuant to subsection 12(1) of the Business Corporations Act, 1982 (the "Act"). The purpose of the hearing was to decide whether or not a certificate of amendment to the articles of incorporation of A.C. Technology Transfer Corporation, Ontario Corporation No. 515267, should be issued changing the name of the corporation.

The proponent corporation, A.C. Technology Transfer Corporation, was incorporated on August 9, 1982. No one appeared on behalf of the proponent. The objects as set forth in the articles of incorporation include the following:

(a) To carry on exploration in connection with and to develop oil and gas or other mineral properties and to do all things necessary or desirable in connection therewith, including, without limitation entering into partnership arrangements;

(b) To purchase or otherwise acquire and hold or sell or deal with real estate, shares, stocks, debentures, debenture stocks, bonds, notes, obligations, mortgages and other securities of any kind or nature whatsoever;

(c) To manufacture, sell or otherwise deal wtih goods or products of whatsoever kind or nature and to do all things necessary or desirable in connection therewith;

(d) To provide services of whatsoever kind or nature and to do all things necessary and desirable in connection therewith.

The objector is a sole proprietorship registered by Ian Wilson Gilmour on January 9, 1981 under the Partnerships Registration Act, which carries on business under the name "Technology Transfer".

Ian Wilson Gilmour testified on behalf of the objector. The objector registered a trade mark in February of 1982 under the Trade Marks Act. This trade mark contains a disclaimer to the exclusive use of the words "Technology Transfer" apart from the trade mark.

The objector is in the consulting business which bridges the gap between the suppliers of technology, particularly computers, and the users of technology. The objector achieves this through two methods:

i) it shows clients how to transmit technical information, and

ii) it consults with suppliers and recipients to facilitate a particular transfer project.

The objector advertises through the mailing of brochures (Exhibit No. 4) and through word-of-mouth as well as the telephone directory.

It has major clients such as the Ministry of Community and Social Services, Canada Permanent, Amdahl Limited and Honeywell Limited. There is a possible overlap in the clientele of the objector and the proponent in that the objector has put in proposals to Shell Oil and Petrocan.

The objector does business in Toronto, Mississauga and Markham as well as in Ottawa and Kanata. In the United States it has contracts in Virgina, California, and Minnesota. The objector is developing international clients in the newly industrialized nations.

The name Technology Transfer describes the concept of transferring technology from the nations of the north to the nations of the south. The word was used by the objector's technical writing associates and is a word of "art". The name describes the general function of the objector.

The objector has experienced two instances of confusion with the proponent. In September on October of 1982, the objector's receptionist received a call for the proponent. Another such incident occurred in January or February of 1983.

The relevant sections in the Business Corporations Act, 1982 (hereinafter referred to as the "Act") are subsections 12(1) and 9 of the Act, and Ontario Regulation 446/83 (hereinafter referred to as Regulation) are sections 2 and 3 of Regulation.
Section 9 states as follows:

Section 9 of the Act provides in part as follows:

> (1) Subject to subsection (2), a corporation shall not have a name,...
>
> (b) that is the same as or, except where a number name is proposed, similar to,
>
> (i) the name of a known,
>
> (A) body corporate,
> (B) trust,
> (C) association,
> (D) partnership,
> (E) sole proprietorship, or
> (F) individual
>
> whether in existence or not, or
>
> (ii) the known name under which any body corporate, trust, association, partnership, sole proprietorship, or individual, carries on business or identifies itself,
>
> if the use of that name would be likely to deceive; ...

The Act goes on to provide in subsection 12(1) as follows:

> If a corporation, through inadvertence or otherwise, has acquired a name contrary to section 9, the Director may, after giving the corporation an opportunity to be heard, issue a certificate of

> amendment to the articles changing the name of the corporation to a name specified in the certificate and, upon the issuance of the certificate of amendment, the articles are amended accordingly.

Sections 2 and 3 of the Regulation under the Act appear to codify the case law which has developed over the years with regard to name disputes, in particular, Re C C Chemicals Ltd., [1967] 2 O.R. 248 (C.A.) and Canadian Motorways Ltd. et al v. Laidlaw Motorways Ltd. (1974), 40 D.L.R. (3d) 52 (S.C.C.)

In the Re C C Chemicals case, Kelly, J.A. speaking for the court, laid down certain factors which are appropriate for the Minister to consider when deciding whether or not a name should be granted. These are in essence, the names of the businesses, the nature of the businesses, and the person or class of person who ordinarily might be expected to deal with each business.

I conclude that the objector and proponent are not carrying on a similar business. The objector is in the field of management consulting with respect to computer technology. The primary object, it would seem of the proponent, as set out in its articles, is in the exploration and development of oil and gas or other mineral properties. The objects are drafted to include a general clause dealing with the manufacturing and sale of goods of all sorts, as well as the provision of services of whatever kind or nature. It was the usual practice to draft objects as broadly as possible. Therefore, although the proponent would perhaps be capable of carrying on the business of the objector, no evidence was lead by the objector that in fact the proponent was carrying on a business similar in nature to that of the objector's business.

The objector's clientele includes the suppliers and users of technology which would cover a wide spectrum of industry and government. This might include the petroleum industry. I, therefore, conclude that there is an overlap between the persons who ordinarily might be expected to deal with the objector and the persons who might ordinarily expect to deal with the proponent.

The most important factor, laid down by Kelly, J.A. in the Re C C Chemicals case, is a consideration of the similarily of the names of the two corporations.

These are as follows:

A. C. TECHNOLOGY TRANSFER CORPORATION (the proponent)
TECHNOLOGY TRANSFER (the objector)

Both corporations share the words "technology transfer".

I conclude that these words are descriptive of the nature of the objector's business.

The case law makes it quite clear that if words are used in the name, which are descriptive of its business, the courts are reluctant to confer on the person using it an exclusive right to its use.

Mr. Justice Pigeon states in Canadian Motorways Ltd. et al v. Laidlaw Motorways Ltd. (1974), 40 D.L.R. (3d) 52 (S.C.C.) at page 55;

> ...I have grave doubts as to the propriety of ever accepting that a descriptive word may acquire a secondary meaning so as to affect the application of the provisions of the Corporations Act concerning names the use of which "would be likely to deceive".

In certain circumstances, the Court will protect an exclusive use of a descriptive word in a name but only in exceptional circumstances. As Mr. Justice Laskin states in the Canadian Motorways case at page 64:

> Upon such consideration, it may appear that time and mode of use has stamped a corporate name with a particular identity, although it contains descriptive words, which do not simply describe the business of the company.

In the case at hand, there is no evidence that the objector has in fact acquired such an identity so as to render the words "technology transfer" distinctive as was the case for the word "motorways" in the circumstances of the Canadian Motorways case.

Two instances of confusion were alleged by the objector which occurred during a period of just under a year from the date of incorporation of the proponent to the date of the hearing. This is not evidence of consistent deception but well within the bounds of normal commercial behaviour.

Justice McRuer, C.J.H. states in Re Menzies Gibson Ltd. (1955), 1 D.L.R. 2d 187, at page 190:

> In commercial life there is bound to be a certain amount of coincidence of names, but this cannot be dealt with on any trival grounds.

For the foregoing reasons, I am of the view that the name of the proponent is not so similar to the name of the objector as to be likely to deceive within the meaning of section 9 of the Business Corporations Act, 1982. Therefore, there will be no order changing the name of the proponent made under s.12 of the Business Corporations Act, 1982.

DATED at Toronto, Ontario, this 16th day of October, 1984



Katherine Levine
Solicitor
Companies Branch

ONTARIO SECURITIES COMMISSION
CORPORATE FINANCE BRANCH

STATISTICS OF FILINGS 1983-84

Comparative monthly and cumulative dollar value
of financial filings accepted September, 1984
(IN $000'S)

	MONTH				CUMULATIVE			
	1983		1984		1983		1984	
PROSPECTUSES INCLUDING SHORT FORMS *	Equity	Debt	Equity	Debt	Equity	Debt	Equity	Debt
Bank	-	-	-	250,000	337,380	-	1,148,000	250,000
Film	-	-	-	-	-	-	-	-
Finance	-	-	-	-	49,985	-	-	50,000
Industrial	263,663	-	235,075	99,000	2,115,186	843,415	2,116,688	424,000
M.U.R.B.	4,833	-	-	-	92,044	-	5,535	-
Natural Resource								
- Mining - Junior	5,525	-	2,245	-	31,400	-	60,790	-
- Mining - Other	-	-	-	-	277,981	-	88,493	-
- Oil & Gas - Junior	-	-	378	-	73,069	-	9,445	-
- Oil & Gas - Other	-	-	-	-	401,303	-	17,500	-
Oil & Gas Program	-	-	-	-	3,195	-	-	-
S.B.D.C.	2,000	-	-	-	2,000	-	20,723	-
Miscellaneous	40,000	-	131,490	-	550,121	-	266,138	-
Sub Total	316,021	-	369,188	349,000	3,933,664	843,415	3,733,312	724,000
EXCHANGE OFFERING PROSPECTUSES								
Industrial	-	-	-	-	1,500	-	7,800	-
Natural Resource								
- Mining - Junior	-	-	-	-	8,454	-	6,585	-
- Mining - Other	-	-	-	-	513	-	-	-
- Oil & Gas - Junior	450	-	-	-	2,400	-	1,000	-
- Oil & Gas - Other	-	-	-	-	3,000	-	-	-
Sub Total	450	-	-	-	15,867	-	15,385	-
EXEMPT FINANCINGS								
Form 20	250,830	57,662	152,913	32,126	2,185,992	766,994	2,499,597	1,491,390
Form 21	5,825	447,298	3,351	-	40,761	12,135	93,248	14,460
Sub Total	256,655	504,960	156,264	32,126	2,226,753	779,129	2,592,845	1,505,850
TOTAL	573,126	504,960	525,452	381,126	6,176,284	1,622,544	6,341,542	2,229,850
			212,000	350,000	648,402	672,270	1,904,470	525,000

APPENDIX A

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NOVEMBER 16, 1984

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VOLUME 7 #46/84

NOVEMBER 16, 1984

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CHAPTER 1

NOTICES/PRESS RELEASES

1.1 ORDER IN COUNCIL

1.1.1 JOHN WILLIAM BLAIN, Q.C.

On the recommendation of the undersigned, the Lieutenant Governor, by and with the advice and concurrence of the Executive Council, orders that

Pursuant to the provisions of the Securities Act,

John William Blain, Q.C.
Toronto

be reappointed a member of the Ontario Securities Commission for a period of two years, effective from the 11th day of February, 1985, to the 10th day of February, 1987.

November 9, 1984.

"William Davis" "George R. McCague"

"John B. Airde"

1.2 NOTICES

1.2.1 SECURITIES INDUSTRY REVIEW: MEETING SCHEDULE & SUBMISSIONS

MEETING SCHEDULE

Attached hereto is the schedule of appearances at the Commission's meeting. There may be minor variations to the schedule, which will be published in next week's Bulletin and posted, on a daily basis, during the meeting.

SUBMISSIONS

In the Bulletin of May 4, 1984 ((1984), 7 OSCB 1907) the Commission published a press release dated May 2, 1984 announcing its intention to undertake a policy review on the "Competitive Position of the Securities Industry in Domestic and International Financial Markets". Subsequently, on June 29, 1984 ((1984), 7 OSCB 2766) the Commission published a preliminary issues paper setting out its primary concerns in ensuring the efficiency of domestic capital markets; the Commission invited comments and submissions in response to its preliminary issues paper. In response to the Commission's request for comments, the Joint Securities Industry Committee published its proposal, copies of which were appended to the Bulletin dated September 21, 1984 ((1984), 7 OSCB 3985) and may also be obtained from the Office of the Secretary upon request. The closing date for written submissions was November 5, 1984.

To date, the Commission has received comments from the following:

CANADIAN INVESTMENT DEALERS

1. Regulation and Ownership of Market Intermediaries in Canada - Report of the Joint Securities Industry Committee on behalf of the Alberta, Montreal, Toronto and Vancouver Stock Exchanges and the Investment Dealers Association of Canada. September 19, 1984. Submitted by Tory, Tory, DesLauriers & Binnington (James C. Baillie, Q.C.).

2. Supplementary Report of the Joint Securities Industry Committee on behalf of the Alberta, Montreal, Toronto and Vancouver Stock Exchanges and the Investment Dealers Association of Canada. November 2, 1984. Submitted by Tory, Tory, DesLauriers & Binnington (Richard J. Balfour).

3. Midland Doherty Limited - Regulation and Ownership of Market Intermediaries in Canada. October 24, 1984.

4. Gardiner, Watson Limited on The Securities Industry Policy Review. November 5, 1984. Submitted by McCarthy & McCarthy (V.P. Alboini).

5. Bache Securities Inc. - Submission to the Ontario Securities Commission in Respect of its Policy Review of the Regulations Governing the Ownership and Registration of Securities Firms. November 5, 1984. Submitted by Osler, Hoskin & Harcourt (F.R. Allen).

6. McLeod Young Weir Limited - Regulation and its Effect on the Competitive Position of the Canadian Securities Industry in Domestic and International Financial Markets. November 5, 1984. Submitted by Davies, Ward & Beck (Garfield Emerson).

7. Merrill Lynch Canada Inc. - Submission to the Ontario Securities Commission in Respect of its Policy Review: Competitive Position of the Securities Industry in Domestic and International Financial Markets. November, 1984.

8. Gordon Capital Corporation - Submission with respect to Policy Review: Competitive Position of the Securities Industry in Domestic and International Financial Markets; Regulation: A Security Blanket or Strait-Jacket? November, 1984. Submitted by Davies, Ward & Beck (Thomas I.A. Allen, Q.C.).

9. First Marathon Securities Limited. November 7, 1984.

NON RESIDENT DEALERS

10. Morgan Stanley Canada Limited. November 6, 1984. Submitted by McCarthy & McCarthy (Rene Sorell).

11. Securities Industry Association. November 5, 1984. Submitted by McCarthy & McCarthy (V.P. Alboini).

12. Thomson McKinnon Securities Inc. November 5, 1984.

13. Merrill Lynch Capital Markets. November 5, 1984.

14. Drexel Burnham Lambert Incorporated. November 2, 1984.

15. First Boston Canada Limited. November 5, 1984. Submitted by McCarthy & McCarthy (Rene Sorell).

16. Shearson Lehman/American Express Inc. November 1, 1984.

17. Salomon Brothers Inc. November 5, 1984.

18. Goldman, Sachs & Co. November 5, 1984.

19. The Charles Schwab Corporation. November 6, 1984. Submitted by McCarthy & McCarthy (V.P. Alboini).

20. S.G. Warburg & Co. Ltd. - Submission with respect to regulation and ownership of market intermediaries in Canada. November 6, 1984.

21. CIBC Limited. November 6, 1984.

22. The Nomura Securities Co., Ltd. November 5, 1984.

23. Daiwa Securities Co. Ltd. November 5, 1984.

24. The Nikko Securities Co., Ltd., Toronto Representative Office. November 5, 1984. Submitted by Fasken & Calvin (C.L. Sugiyama).

FINANCIAL INSTITUTIONS

25. The Prudential Assurance Company Limited. November 1, 1984.

26. Metropolitan Life Insurance Company. November 5, 1984. Submitted by Blake Cassels & Graydon.

27. Canadian Life and Health Insurance Association Inc. - Securities Industry Policy Review of Foreign Ownership Restrictions on Advisor and Mutual Fund Dealer Registrations. November 5, 1984.

28. Bank of Montreal. October 25, 1984.

29. The Canadian Bankers' Association. - The Competitive Position of the Securities Industry in Domestic and International Financial Markets. November 6, 1984.

OTHER

30. Deleted.

31. Executive Compensation Consultants Limited. November 5, 1984.

32. Mastercraft Development Corporation. November 5, 1984. Submitted by McCarthy & McCarthy (V.P. Alboini).

33. Committee on Legislation and Regulation, Ontario Chapter, Canadian Association of Financial Planners. October 31, 1984.

34. FEI Canada, Corporate Finance Committee. November 5, 1984.

35. Great Lakes Group Inc. - Corporate Profile. November 6, 1984.

36. The Permanent Commercial Limited. October 26, 1984.

37. Prospectors and Developers Association. November 2, 1984.

38. The Investment Funds Institute of Canada. November 6, 1984.

39. J.F. (Rick) Durst. November 7, 1984.

40. Discount Corporation of New York (Canada) Ltd. November 7, 1984.

41. Submission by the Director of Investigation and Research of the Combines Investigations Act to the Ontario Securities Commission on the Issue of Regulation and Ownership of Market Intermediaries in Canada. November 7, 1984.

42. Credit Suisse First Boston Limited. November 8, 1984.

43. Commission staff submission. November 16, 1984.

Bound copies of the written submissions (three volumes) revised by the Commission may be purchased for $60.00 by contacting the Office of the Secretary (416) 963-0216. Copies of the staff submission are available and are included in the above-noted purchase price.

Xerographic and microfiche copies of these documents are available from: Micromedia Ltd., 144 Front Street West, Toronto, Ontario M5J 2L9 (416) 593-5211.

TRANSCRIPTS

Transcripts of the meeting will be available on a daily copy basis. Those interested in purchasing copies thereof should contact the Office of the Secretary (416) 963-0216.

OSC SECURITIES INDUSTRY REVIEW

REVISED SCHEDULE FOR PUBLIC MEETING

DATE	NOVEMBER 19	NOVEMBER 20	NOVEMBER 21	NOVEMBER 22	NOVEMBER 23
10:00 a.m.	OSC Counsel	Gordon Capital	Merrill Lynch		Investment Funds Institute
2:00 p.m.	JSIC		Gardiner, Watson First Marathon	Discount Corp. Rick Durst Prospectors and Developers Assoc.	
DATE	**NOVEMBER 26**	**NOVEMBER 27**	**NOVEMBER 28**	**NOVEMBER 29**	**NOVEMBER 30**
10:00 a.m.	Financial Executives Institute		JSIC	Toronto Investment Management Inc. CBA	JSIC
2:00 p.m.	Bache Securities		T. Courchene Cdn. Association of Financial Planners	Royal Bank Orion Royal Bank	JSIC
DATE	**DECEMBER 3**	**DECEMBER 4**	**DECEMBER 5**	**DECEMBER 6**	**DECEMBER 7**
10:00 a.m.	McLeod, Young Weir	CIBC Limited Securities Industry Association	CBA Royal Bank	McLeod, Young Weir Merrill Lynch Bache Securities	OSC Counsel
2:00 p.m.	JSIC	Gardiner, Watson	Morgan Stanley First Boston Director of Investigation & Research, CIA	JSIC	

(Revised November 15, 1984)

CHAPTER 2

DECISIONS, ORDERS AND RULINGS

2.1 INTENSITY RESOURCES LIMITED

Headnote

Section 73 - The first trade in the rights and the underlying securities pursuant to a proposed rights offering is not subject to section 52 of the Act, notwithstanding subsection 71(5) of the Act, provided that all of the provisions of subsection 71(5) of the Act, except the requirement of having maintained reporting issuer status for 12 months, have been met. Issuer is the continuing corporation resulting from a merger where one of the predecessor corporations had been a reporting issuer under the Act for more than 12 months. Ontario residents hold 5% of outstanding shares.

IN THE MATTER OF THE SECURITIES ACT,
R. S. O. 1980, CHAPTER 466

AND

IN THE MATTER OF INTENSITY RESOURCES LTD

RULING
(Section 73)

UPON the application of Intensity Resources Limited ("Intensity") to the Ontario Securities Commission (the "Commission") pursuant to section 73 of the Securities Act, R. S.O. 1980, chapter 466 (the "Act") for a ruling that the first trades in the rights to be issued pursuant to a proposed rights offering, the common shares and warrants acquired upon the exercise of the rights and the common shares acquired upon the exercise of warrants are not subject to section 52 of the Act;

AND UPON Intensity representing to the Commission that:

1. Intensity is a reporting issuer under the Act as a result of a merger effected July 19, 1984 of Intensity Resources Limited and Opact Energy (1983) Limited ("Opact);

2. Prior to the merger referred to in paragraph 1 of this ruling, Opact had been a reporting issuer under the Act by virtue of having received a receipt under the Act for a final prospectus in September, 1982 and the predecessor company Intensity Resources Limited had been a reporting issuer in the province of Alberta since December 16, 1983 by virtue of the issuance of a receipt for a final prospectus filed in such province;

3. The common shares of Intensity are listed on the Alberta Stock Exchange.

4. Intensity proposes to issue to the holders of its outstanding common shares of record on a date to be determined one right for each three common shares held, each right entitling the holder to subscribe for one common share and one common share purchase warrant of Intensity;

5. Intensity is not on the list of defaulting reporting issuers maintained pursuant to subsection 71(9) of the Act;

6. Ontario residents hold only approximately 5 percent of the outstanding common shares of Intensity;

AND UPON the Commission being satisfied that to so rule would not be prejudicial to the public interest;

NOW THEREFORE IT IS RULED pursuant to subsection 71(5) of the Act, the first trade in the rights, the common shares and the warrants acquired upon the exercise of the rights and the common shares acquired upon the exercise of the warrants is not subject to section 52 of the Act provided that:

(a) Intensity is a reporting issuer not in default of any requirement of the Act or the Regulations thereunder;

(b) Disclosure to the Commission has been made of its exempt trade;

(c) No unusual effort is made to prepare the market or to create a demand for the securities and no extraordinary commission or consideration is paid in respect of the trade; and

(d) The trade is not a distribution as defined in subparagraph (iii) of paragraph 11 of subsection 1(1) of the Act.

November 7, 1980.

"Charles Salter" "J. W. Blain"

2.2 THE TORONTO FUTURES EXCHANGE

IN THE MATTER OF THE COMMODITY FUTURES ACT
R.S.O. 1980, CHAPTER 78

AND

IN THE MATTER OF THE TORONTO FUTURES EXCHANGE

ORDER
(Section 36)

UPON application being made to the Deputy Director, Commodity Futures (the "Deputy Director"), of the Ontario Securities Commission (the "Commission") by The Toronto Futures Exchange (the "Exchange") pursuant to section 36 of the Commodity Futures Act (the "Act") for acceptance of the form of a proposed commodity futures contract on 91-day Government of Canada Treasury Bills, quoted in terms of the TFE T-Bill Index (the "T-Bill Futures Contract II") to be traded on the Exchange;

AND UPON the Exchange being registered by the Commission pursuant to section 19 of the Act as of the 10th day of January, 1984;

AND UPON the Exchange having filed copies of all current terms and conditions with respect to the said T-Bill Futures Contract II to be traded on the Exchange;

AND UPON the Deputy Director having taken into account the criteria set out in clause (a) through (c) of subsection (1) of section 36 of the Act in making his decision;

AND UPON the Deputy Director being satisfied that to do so would not be prejudicial to the public interest;

IT IS ORDERED that the form of the proposed T-Bill Futures Contract II to be traded on the Exchange is hereby accepted by the Deputy Director.

November 14th, 1984.

"David D. Walters"

2.3 CONTROLLED FOODS INTERNATIONAL LTD.

IN THE MATTER OF THE SECURITIES ACT,
R.S.O. 1980, C.466

AND

IN THE MATTER OF CONTROLLED FOODS INTERNATIONAL LTD.

ORDER
(Section 82)

UPON the application of CONTROLLED FOODS INTERNATIONAL LTD., a company incorporated under the laws of Delaware, to the Ontario Securities Commission (the "Commission") for an order pursuant to section 82 of the Securities Act, R.S.O. 1980, c.466 (the "Act");

AND UPON it being represented that CONTROLLED FOODS INTERNATIONAL LTD. now has fewer than fifteen security holders whose latest address as shown on its books is in Ontario;

AND UPON the Commission being satisfied that to grant this order would not be prejudicial to the public interest;

IT IS ORDERED pursuant to section 82 of the Act that CONTROLLED FOODS INTERNATIONAL LTD. be and hereby is deemed to have ceased to be a reporting issuer for the purposes of the Act.

November 13th, 1984.

"J. W. Blain" "R. J. Kane"

2.4 MANITOBA PROPERTIES INC.

IN THE MATTER OF THE SECURITIES ACT,
R.S.O. 1980, CHAPTER 466

AND

IN THE MATTER OF MANITOBA PROPERTIES INC.

ORDER
(Section 79(b)(iii))

UPON the application of MANITOBA PROPERTIES INC. (the "Issuer"), a company continued under the laws of Canada, to the Ontario Securities Commission (the "Commission") for an order pursuant to section 79(b)(iii) of the Securities Act, R.S.O. 1980, c.466, (the "Act") and Commission Policy 2.6 exempting the Issuer from the requirements of sections 76 and 78 of the Act;

AND UPON being satisfied that to do so would not be prejudicial to the public interest and that in the circumstances of this particular case there is adequate justification for so doing;

IT IS ORDERED pursuant to section 79(b)(iii) of the Act that the Issuer be and hereby is exempted from the requirement to file pursuant to section 76 and from the requirement to send pursuant to section 78 of the Act, interim financial statements;

AND IT IS FURTHER ORDERED that these exemptions shall terminate forthwith after the occurrence of a material change in the Issuer's affairs unless the Issuer satisfies the Commission that such exemptions should continue.

November 6th, 1984.

"A. T. Holland" "E. S. Miles"

2.5 MISSISSAUGA TEACHERS' RETIREMENT VILLAGE LIMITED PARTNERSHIP

IN THE MATTER OF THE SECURITIES ACT,
R. S.O. 1980, CHAPTER 466

AND

IN THE MATTER OF MISSISSAUGA TEACHERS' RETIREMENT
VILLAGE LIMITED PARTNERSHIP

ORDER
(Section 79 (b) (iii))

WHEREAS Mississauga Teachers' Retirement Village Limited Partnership (the "Partnership") is a limited partnership pursuant to the Partnerships Act (Ontario);

AND WHEREAS the Partnership has made an application to the Ontario Securities Commission (the "Commission") for an order pursuant to section 79(b)(iii) of the Securities Act, R. S. O. 1980, chapter 466 (the "Act");

AND WHEREAS the Commission is of the opinion that to grant this order would not be prejudicial to the public interest and is satisfied in the circumstances of this particular case that there is adequate justification for so doing;

IT IS ORDERED pursuant to section 79(b) (iii) of the Act that the Partnership be and hereby is exempted from the requirement to file pursuant to section 76 and from the requirement to send pursuant to section 78 of the Act, interim financial statements for each of the first and third quarters of each of the Partnership's financial years provided that:

1. This exemption shall be approved at the next annual meeting of security holders of the Partnership by a majority of the security holders entitled to vote thereat and the result of such vote shall be reported to the Commission in writing within ten business days of the meeting;

2. This exemption shall terminate forthwith after the occurrence of a material change in the affairs of the Partnership unless the Commission is satisfied that the exemption should continue.

November 8, 1984.

"Charles Salter" "E. S. Miles"

2.6 COMIESA CORPORATION

IN THE MATTER OF THE SECURITIES ACT,
R.S.O. 1980, C.466

AND

IN THE MATTER OF COMIESA CORPORATION

ORDER
(Section 82)

UPON the application of COMIESA CORPORATION, a company incorporated under the laws of Ontario, to the Ontario Securities Commission (the "Commission") for an order pursuant to section 82 of the Securities Act, R.S.O. 1980, c.466 (the "Act");

AND UPON it being represented that COMIESA CORPORATION now has fewer than fifteen security holders whose latest address as shown on its books is in Ontario;

AND UPON the Commission being satisfied that to grant this order would not be prejudicial to the public interest;

IT IS ORDERED pursuant to section 82 of the Act that COMIESA CORPORATION be and hereby is deemed to have ceased to be a reporting issuer for the purposes of the Act provided that it undertakes to send copies of its audited annual financial statements to any security holder who requests such statements in writing.

November 13th, 1984.

"J. W. Blain" "R. J. Kane"

2.7 CONSEIL SCOLAIRE DE L'ILE DE MONTREAL

IN THE MATTER OF THE SECURITIES ACT,
R. S.O. 1980, CHAPTER 466

AND

IN THE MATTER OF CONSEIL SCOLAIRE DE L'ILE DE MONTREAL

RULING
(Section 73)

UPON the application of Conseil scolaire de l'ile de Montreal (the "Applicant") to the Ontario Securities Commission (the "Commission") for a ruling pursuant to subsection 73(1) of the Securities Act, R. S. O. 1980, chapter 466 (the "Act") that the distribution of the Debentures (as herein defined) by the Applicant is not subject to section 52 of the Act;

AND WHEREAS the Applicant proposes to issue on November 8, 1984 $6,000,000 principal amount of 12%, 12.25%, 12.50% and 12.50% Serial Debentures maturing in equal principal amounts on November 8, 1985 to 1988 inclusive, $7,000,000 principal amount of 12.50% Debentures maturing on November 8, 1989, $7,300,000 principal amount of 13% Debentures maturing on November 8, 1994, and $14,700,000 principal amount of 13.50% Sinking Fund Debentures maturing on November 8, 2002 (collectively, the "Debentures");

AND WHEREAS the Commission has granted rulings under section 73 of the Act on June 6, 1983 and October 1, 1984, respectively, exempting distributions of certain debentures by the Applicant from section 52 of the Act on certain conditions;

AND WHEREAS counsel for the Applicant has represented to the Commission that:

1. The issue of the Debentures is exempt from the prospectus requirements of the Province of Quebec pursuant to section 41 of the Securities Act, 1982 (S.Q.) chapter 48;

2. Debt issued by the Applicant does not fall within subparagraph 34 (2)1(b) of the Act because the Applicant is not a municipal corporation nor is its debt guaranteed by a municipal corporation, nor is its debt secured by or payable out of property taxes levied by or on behalf of the municipality, exept to the extent of approximately 5% of its budget. However, the Applicant, which was established by An Act to Promote School Development on the Island of Montreal, 1972 (S. Q.) chapter 60, performs a function that would otherwise be performed by a municipal corporation and is funded as to approximately 95% of its budget requirements by grants from the Province of Quebec and school taxes pursuant to the Education Act, R. S. Q. 1977, chapter I-14 and an Act respecting Grants to School Boards, R. S. Q. . The Debentures therefore fall within the principle but not the provisions of subparagraph 34(2)1(b) of the Act;

AND UPON the Commission being satisfied that to so rule would not be prejudicial to the public interest;

IT IS RULED pursuant to subsection 73(1) of the Act that the issue of the Debentures is not subject to section 52 of the Act.

November 6, 1984.

"Charles Salter" "J. W. Blain"

2.8 TRILOGY RESOURCE CORPORATION

Headnote

Section 73 - Issue of convertible special shares and rights to U.S. residents pursuant to securities exchange takeover bid, the subsequent issue of common shares pursuant to the conversion of the special shares upon a trade to a non-U.S. resident and the first trade in such securities is not subject to sections 24 and 52 of the Act

IN THE MATTER OF THE SECURITIES ACT,
R. S. O. 1980, CHAPTER 466

AND

IN THE MATTER OF TRILOGY RESOURCE CORPORATION

RULING
(Section 73)

UPON the application of Trilogy Resource Corporation ("Trilogy") to the Ontario Securities Commission (the "Commission") for a ruling pursuant to section 73 of the Securities Act, R. S. O. 1980, chapter 466 (the "Act") in respect of certain distributions of securities of Trilogy occurring in connection with a proposed securities exchange offering to certain persons who are citizens or residents of, or normally resident in, the Unites States of America or any of its teritories or possessions (the "U.S.A");

AND UPON Trilogy having represented to the Commission that:

1. Trilogy is a corporation incorporated under the laws of Canada, having its registered and principal office in the Province of Alberta and is a reporting issuer for more than 12 months;

2. The common shares of Trilogy are listed and posted for trading on the Toronto Stock Exchange and The Montreal Exchange;

3. Trilogy will offer (the "Exchange Offer"), by securities exchange takeover bid circular documentation, to acquire all of the outstanding limited partners' units and the revenue interests of five United States oil and gas limited partnerships and the general partner's interests therein (collectively, the "Partnership Interests");

4. Under the terms of the offer, the payment to be made by Trilogy for the Partnership Interests will consist, inter alia, of the issuance of 4,000.000 units (the "Units") of Trilogy to be allocated by Trilogy between the five partnerships;

5. Each Unit will consist of one convertible special share, first series of Trilogy (collectively, the "Special Shares, First Series") and one non-transferable right (collectively, the "Rights") which may in certain defined circumstances entitle the beneficial holder thereof to

acquire share purchase warrants of Trilogy (collectively, the "Warrants") or a fraction theeof;

6. Each Special Share, First Series is convertible into one outstanding common share of Trilogy upon registration under the United States Securities Act of 1933 or upon the first trade to a purchaser who certifies that he is not a person who is a citizen or resident of, or normally resident in, the United States or any of its territories or possessions; and

7. The common shares issued upon conversion of the Special Shares, First Series or upon exercise of the Warrants will likely come to rest in Ontario, amongst other jurisdictions.

AND UPON the Commission being satisfied that to rule as requested would not be prejudicial to the public interest;

NOW THEREFORE IT IS RULED pursuant to subsection 73(1) of the Act that:

(i) the original issue of Units of Trilogy pursuant to the Exchange Offer is not subject to Sections 24 and 52 of the Act, provided that a securities exchange take-over bid circular substantially in the form required by Forms 14 and 31 of the Regulation under the Act and National Policy No. 2B be furnished to each of the holders of the Partnership Interests, The Toronto Stock Exchange, The Montreal Exchange and the Commission;

(ii) the issue of common shares of Trilogy upon the conversion of the Special Shares, First Series on the registration of the common shares under the United States Securities Act of 1933 or upon the conversion of the Special Shares, First Series on transfer to a transferee who certifies that (a) he is not a person who is a citizen or resident of, or normally resident in, the United States of America or any of its territories or possessions and (b) he is not purchasing such shares for the account of, or resale to, any person who is a citizen or resident of, or normally resident in, the United States of America or any of its territories or possessions, is not subject to sections 24 and 52 of the Act;

(iii) the issue of Warrants under the terms of the Rights is not subject to Sections 24 and 52 of the Act; and

(iv) the first trade by a vendor in a security of Trilogy acquired pursuant to a trade that was made in reliance upon the ruling granted by the Commission in paragraphs (i), (ii) or (iii) of this ruling or upon the exercise of the Warrants (other than a further trade exempt by subsection 71(1) of the Act or by an analogous provision that may be contained in future amendments to Act) is a distribution unless:

(a) Trilogy is a reporting issuer under the Act;

(b) if the vendor is an insider of Trilogy, Trilogy is not in default of the Act or the Regulation under the Act; and

(c) such trade is not a distribution as defined in subparagraph 1(1)(11)(iii) of the Act.

November 6, 1984.

"Frank Iacobucci" "J.W.Blain"

2.9 REID DOMINION PACKAGING LIMITED

IN THE MATTER OF THE SECURITIES ACT,
R.S.O. 1980, CHAPTER 466

AND

IN THE MATTER OF THE ONTARIO BUSINESS CORPORATIONS ACT,
R.S.O. 1982, C.4

AND

IN THE MATTER OF REID DOMINION PACKAGING LIMITED

ORDER
(Securities Act - Section 82 &
Ontario Business Corporations Act - Section 1(6))

UPON the application of REID DOMINION PACKAGING LIMITED a company incorporated under the laws of Ontario, to the Ontario Securities Commission (the "Commission") for an order pursuant to section 82 of the Securities Act, R.S.O. 1980, c.466, (the "Act") and section 1(6) of the Ontario Business Corporations Act, R.S.O. 1982, c.4;

AND UPON it being represented that REID DOMINION PACKAGING LIMITED now has fewer than fifteen security holders whose latest address as shown on its books is in Ontario;

IT IS ORDERED pursuant to section 82 of the Securities Act, R.S.O. 1980, c.466 that REID DOMINION PACKAGING LIMITED be and hereby is deemed to have ceased to be a reporting issuer for the purposes of the Act.

AND IT IS FURTHER ORDERED pursuant to subsection 1(6) of the Ontario Business Corporations Act, R.S.O. 1982, c.4 that REID DOMINION PACKAGING LIMITED be and hereby is deemed to have ceased to be offering its securities to the public.

November 9th, 1984.

"J. W. Blain" "E. S. Miles"

2.10 THE MONTREAL EXCHANGE

IN THE MATTER OF THE SECURITIES ACT
R.S.O. 1980, CHAPTER 466

AND

IN THE MATTER OF THE MONTREAL EXCHANGE

ORDER
(Section 140)

WHEREAS by Ruling dated the 29th day of April, 1983, (the "Ruling") which Ruling did appear in the OSC Bulletin of 20 May 1983, at pages 1074-1075, the Ontario Securities Commission (the "Commission") did rule that trades in exchange traded precious metal certificates ("Precious Metal Certificates") entered into on The Montreal Exchange and cleared through its facilities and those of the Book Based System ("BBS") of The Canadian Depository for Securities Limited not be subject to sections 24 or 52 of the Securities Act (the "Act"), subject to the provisoes therein set forth;

AND WHEREAS The Montreal Exchange has made further submissions with respect to the aforesaid Ruling;

AND WHEREAS the Commission is of the opinion that to do so would not be prejudicial to the public interest;

IT IS ORDERED that the said Ruling be varied to the extent that the reference to the Canadian Options Course in the second recital thereof be deleted and a reference to the Canadian Securities Course be substituted therefor;

AND IT IS FURTHER ORDERED that the said Ruling be varied to the extent that provisoes (3) and (4) be deleted therefrom and the following proviso substituted therefor:

(3) (a) any publicity pertaining to Precious Metal Certificates must specify the availability to a client, upon request, of an information document (substantially in the form attached to this Order as Schedule "A" or such other form as may be approved by the Director);

(b) every client must be informed of the availability of such an information document no later than with the written trade confirmation;

AND IT IS FURTHER ORDERED that provisoes (5), (6) and (7) of the said Ruling be renumbered (4), (5) and (6) respectively.

November 8th, 1984.

"Peter J. Dey" "Charles Salter"

SCHEDULE "A"

THE GOLD AND SILVER CERTIFICATE MARKET

When people talk about precious metals, gold and silver are often mentioned in the same breath. Gold and silver have indeed been closely linked for centuries as the world's most widely-accepted liquid assets. Yet, these two precious metals are quite different from each other in terms of their physical properties, as well as their current uses and sources of supply.

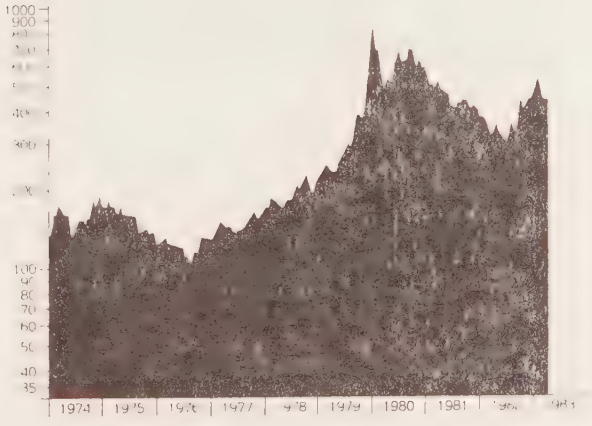
The most obvious difference between gold and silver lies in their relative prices. In the first quarter of 1983, for example, the price of silver fluctuated from US $10 to US $15 per troy ounce, while the gold price was at close to forty times greater than this in the US $400-500 per troy ounce range. Gold has traditionally been much more valuable and expensive than silver on a per unit weight basis. The reason for this is simply rooted in economic fundamentals; gold has always been the scarcer of these two precious metals. Given its central role throughout recorded history as a **medium of exchange** and a **store of value** (whether in refined bar form, coins or even jewellery), it is surprising how little gold actually exists. According to knowledgeable estimates, all the refined gold that has ever been mined and any gold to be mined in the future could fit comfortably into four Olympic-sized swimming pools.

The comparative rarity of gold in no way diminishes silver's lustre as a perennially attractive investment medium. The greater availability and lower per unit price of silver vis-à-vis gold have consistently made it the more widely used precious metal (e.g., in sterling silverware and common coins, and more recently in technological areas such as photography and electronics). However, silver, too, has been and still is used as a protective investment against political and economic uncertainty.

Nowadays, there is also a well-defined division between gold and silver with respect to their sources of production. The major suppliers of gold are South Africa and the U.S.S.R., with Canada and the U.S. trailing behind. Silver, on the other hand, is produced mainly in the western hemisphere with Canada, Mexico, the U.S. and Peru leading the way.

While both the sources and uses of gold and silver may differ in important respects, their prices behave in similar ways. In other words, gold and silver prices often move up or down in tandem, although silver, of late, has tended to be more volatile than gold.

THE GOLD PRICE IN U.S. $ PER OUNCE

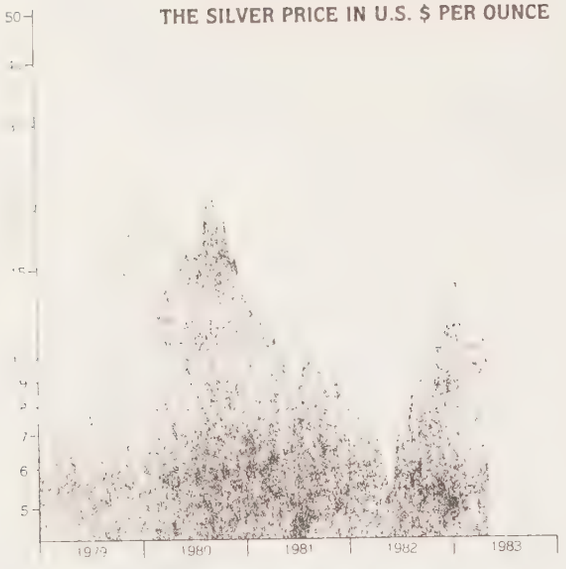


Since the early 1970's, when the prices of both gold and silver began to rise dramatically and go through periods of significant variation, news from the world's gold and silver markets has received regular daily coverage. In recent years, this **short-term** volatility in gold and silver prices has focused widespread attention on these two precious metals. Their price has, in effect, become a sensitive barometer measuring the expected economic impact of important events the world over. As a direct result, organized exchange markets for gold and silver options* and futures have been launched, where individuals, corporations dealing in precious metals, and even governments can both protect themselves against and attempt to profit from large swings in the prices of gold and silver.

While short-term fluctuations in precious metal prices continue to make headlines, most would agree that the real appeal of gold and silver is their proven ability to act as a **long-term** store of value. More than any other liquid assets, gold and silver have tended to retain their purchasing power and provide an efficient hedge against "paper currency" inflation. For example, while the U.S.

*For more information about The Montreal Exchange's gold options market, and the gold market in general, ask your broker for the publications entitled "**The Gold Options Market**" and "**Understanding Gold Options**."

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dollar — the world's strongest currency for most of this century — now buys little more than one tenth of what it did in 1900, an ounce of gold actually buys more than it did at the turn of the century.

This dual attraction of gold and silver — profits from daily volatility and protection of the long-term value of assets — has brought about some interesting developments in the precious metal market in recent years. Individuals from all walks of life have at various times exhibited an unusually high degree of interest in acquiring gold or silver, to the point of literally lining up in front of the offices of precious metal dealers. Gold, in particular, has become a recognized investment medium for larger institutions. Prudent money and fund managers have increasingly followed the "Swiss model" and allocated part of their portfolios to gold investment. And many governments have come to realize, once again, that gold is still the most secure component of their official reserves.

In short, given both the underlying long-term appeal and the short-term profit opportunity of gold and silver, it is small wonder that investors increasingly look to these precious metals as an integral part of a well-balanced portfolio.

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Investing in Gold and Silver

There are a number of ways in which an investment in gold or silver can be made. When a direct investment in actual, physical gold or silver is desired, an investor may purchase any of the following:

Gold and Silver Bullion

refined gold/silver, usually of a minimum fineness of 995 parts per 1,000 for gold or 999 parts per 1,000 for silver, in bar or wafer form; each bar or wafer carries the hallmark of the refiner, its weight and fineness, and is individually numbered.

Gold or Silver Certificates

issued by a recognized precious metal dealer, these provide ownership of gold or silver bullion without the need to take physical delivery.

In addition, **gold bullion coins** such as the Canadian Maple Leaf or the South African Kruggerrand are also popular with certain gold investors. These coins are bought and sold mainly for their gold content, but they do carry a premium above the prevailing market price of gold.

Of the above ways to invest directly in gold or silver, precious metal certificates represent for many the simplest, most problem-free alternative.

What Exactly is a Precious Metal Certificate?

A precious metal certificate is a formal receipt for actual gold or silver which is held in insured storage for the buyer by the issuer of the precious metal certificate at a safe location such as a precious metal refinery physical account or in bar or wafer form in a central vault. The owner of a precious metal certificate may take delivery of his gold or silver by presenting his certificate to the issuing institution. The purchase and sale of gold or silver bullion in certificate form is a widely-accepted practice among Canadian investors, due to the combination of security and convenience that precious metal certificates offer.

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Precious metal certificates are an advantageous way of holding gold because they allow an investor to hold bullion without having to worry personally about storage risk and insurance against theft. Furthermore, the sale of bullion in certificate form can be accomplished on short notice and without the costs and delays associated with receiving, authenticating, weighing and accepting the actual bullion. A silver certificate is an especially convenient way of holding silver bullion due to the bulky nature of silver.

Gold and Silver Certificates Listed on The Montreal Exchange

The Montreal Exchange is the first exchange in Canada, or anywhere else, to list gold and silver certificates for trading on its floor. This means that an organized, uniform marketplace is now provided for the purchase and sale of these precious metal certificates. Precious metal certificate investors, thus, benefit fully from the competitive auction market environment, the instantaneous exchange information network and the protection of defined business conduct rules to which all broker-members are subject.

In Canada, the most widely-known precious metal certificates are issued by a select number of financial institutions which are active in international gold and silver markets. The Montreal Exchange has ensured that only chartered banks or trust companies authorized to do business in Canada are eligible to apply for listing of their precious metal certificates on the Exchange.

In addition, stringent requirements aimed at maintaining a high degree of investor protection have been established by The Montreal Exhange and these must be fulfilled at all times by an institution as a condition of listing its precious metal certificates.

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Precious Metal Certificate Exchange Requirements

The Exchange's minimum listing requirements for institutions which issue gold and silver certificates ensure that a precious metal certificate bought or sold through The Montreal Exchange:

- is backed 100% by fully-insured actual gold or silver stored at a safe location approved by the Exchange, either in a central vault ("gold or silver bullion off the shelf") or in a precious metal refinery physical account ("gold or silver in process") in Canada;
- guarantees delivery of gold/silver bullion well within the standard weight and time limits of the Canadian gold or silver market, if delivery is desired;
- carries none of the traditional issuer fees payable by the holder of a non-Exchange-traded certificate upon purchase, resale or even during the holding period of such a precious metal certificate;
- can be for any amount of bullion in troy ounces greater than or equal to a five troy ounce minimum for gold or a 250 troy ounce minimum for silver.

Other rules govern the conduct of Exchange members (brokerage houses, certain financial institutions and traders on the Exchange floor) with respect to clients who buy or sell precious metal certificates, the trading of precious metal certificates and the settlement of such trades. These Exchange rules have been put in place in order to maximize the benefits that an investor can obtain by buying and selling gold or silver certificates in an efficient, competitive auction market. They also have the effect of making a precious metal certificate trade very similar to, and just as convenient as, a traditional stock market trade.

How Precious Metal Certificates Traded on The Montreal Exchange are Bought and Sold

While The Montreal Exchange's precious metal certificate market is the first exchange market of its kind, it is one of many gold and silver markets which exist worldwide. The quoted price of a gold or silver certificate is therefore simply the prevailing price of gold or silver bullion at any point in time.

Precious metal certificates are quoted and traded on The Montreal Exchange (ME) in U.S. dollars and cents per troy ounce of gold or silver, as is customary in all major gold and silver markets.

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One of the advantages of Exchange-traded precious metal certificates is that complete market information (high, low, close, volume) is available in the daily press. A telephone call to your ME member will provide you with instant, up-to-date quotes on the current gold or silver certificate market (buying and selling price).

The ME precious metal certificate market is in session every business day from 9:00 a.m. to 4:00 p.m. Any quantity of gold or silver in troy ounces may be bought or sold, subject to a 5 troy ounce minimum order per gold certificate or 250 troy ounce minimum order per silver certificate.

You may place either a market order or a limit order for a precious metal certificate. A market order is executed at the prevailing market price when an order reaches the ME floor. A limit order specifies the price at which you wish to buy or sell (and the period of time for which your order is good). Limit orders are a routine and very valuable feature of exchange markets and make it possible to ensure that you will automatically buy (or sell) gold/silver if the market price of gold/silver reaches your chosen limit price. Once you have placed your buy or sell order with your broker, it is transmitted immediately to his floor trader at the ME for execution.

As is the norm for exchange-traded instruments, the ME appoints one or more "market makers" who are active traders of the instrument (in this case, gold and silver certificates) in order to ensure the existence of a liquid and efficient market. Such market makers are subject to rules of conduct, which include the posting of buy and sell prices at all times and the obligation to accept any order up to 100 troy ounces of gold or 5,000 troy ounces of silver at the publicly-quoted price.

If your order is a limit order, it will be held by the representative of your broker or by the ME's "order book official" until the gold/silver price at which you wish to buy or sell is reached on the ME floor. If your order is a market order, it is executed immediately at the prevailing price.

Once your buy or sell order has been "filled" your broker is informed, and shortly thereafter you will receive written confirmation.

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How Precious Metal Certificates Traded on The Montreal Exchange are "Settled"

Settlement refers to the conclusion of a gold or silver certificate trade by payment of the required U.S. dollar amount and transfer of ownership of the certificate. Purchases and sales of precious metal certificates traded on the ME are settled in the same way as stock market trades via Canada's main clearing house, the Canadian Depository for Securities Ltd. (CDS)*. Any ME-traded precious metal certificate purchase or sale is recorded electronically in CDS' Book Based System (BBS) in **exactly the same way** as occurs for a substantial portion of stock market trades on the ME. In practical terms, this means that your purchase of a gold or silver certificate results in the creation of an "electronic" certificate which is held **separately for the account of your broker** in the computerized BBS file.

Although the underlying gold or silver is deliverable to you at any time upon request, and your position as holder of the gold or silver certificate is accounted for in the regular way in the books of your broker, legal ownership of the gold or silver, as such, passes on to you only when you have requested and obtained delivery of the gold or silver. The existence of such a "certificateless" bookkeeping system results in a faster, more efficient, more secure and less costly settlement of your gold or silver certificate purchase. For example, the costs and delays associated with physical precious metal certificate storage and verification are eliminated. It also allows for routine resale of your gold or silver certificate via a simple telephone call to your broker. You may, of course, take physical delivery of your gold or silver certificate. However, if you do this, a number of the advantages of buying and (re)selling gold or silver certificates on the ME rather than elsewhere will be negated.

In conformity with standard gold and silver market practice, purchases and sales of ME-traded gold and silver certificates are settled on a two-day basis. This means that your broker pays in full for your gold or silver certificate purchase (or receives payment in full for your gold or silver certificate sale) on the second business day after your order was filled. (In contrast, stock trades are settled on a five-day basis).

As is the case for stock purchases, your broker may allow you to buy gold or silver certificates on margin.

*CDS is owned by the Montreal and Toronto Exchanges, the Investment Dealers Association, the chartered banks and trust companies

Concluding Remarks

The Montreal Exchange's precious metal certificate market offers a convenient and efficient way of buying and selling gold and silver bullion on the Exchange's auction market. It allows investors to deal by telephone through their regular broker, an advantage which is particularly important when time is of the essence or when it is impractical to actually proceed in person to a reputable precious metal dealer for each purchase and resale. Active stock market investors will also be attracted by the ability to combine, in a single package, for instance, gold certificate purchases with the writing (i.e. sale) of gold options traded on The Montreal Exchange. Such a "covered write" investment has become a standard strategy in the case of many stocks upon which options are traded. Since an investment in precious metals (in any form) yields neither interest nor dividends, the "covered write" represents a unique way for investors to add to the profit potential or to protect the value of their precious metal certificate holdings.

These are but some of the considerations which can come into play when you weigh the advisability of buying or selling gold or silver certificates on The Montreal Exchange. If you wish to learn more about ME-traded precious metal certificates or other instruments traded at the ME, including precious metal options and foreign currency options, please consult your broker.

Minimum Listing Requirement Summary

The following minimum listing requirements for gold and silver certificates are substantively contained in the official Rule XV of The Montreal Exchange which covers Precious Metal Certificates.

Gold Certificates

Any issuing institution must guarantee that it meets the following conditions with respect to its gold certificates listed on The Montreal Exchange:

i) No Exchange-traded gold certificate is issued except where the full quantity of underlying gold is available for delivery and the total quantity of gold represented by all Exchange-traded certificates of the issuer does not exceed the quantity of gold held by the issuer or for its account in Canada, free of all other claims or encumbrances.

ii) The gold underlying the certificate is of a minimum fineness of 995 parts per 1,000, deliverable free of charge to any major Canadian gold refinery (refinery account) for the full specified quantity of the certificate, plus or minus a maximum of 1.3%, by weight, with the difference between the quantity delivered and the quantity specified in the certificate, debited or credited at the price (for sale or purchase, as appropriate) of gold in effect at the time of delivery.

iii) The gold represented in the certificate is held strictly in Canada.

iv) The gold represented in the certificate is in physical bullion form, either bars or wafers, or in a refiner's account with a precious metal refiner recognized by the Exchange.

v) The storage facilities used for the gold are named in the certificate and must be approved by the Exchange.

vi) The gold represented in the certificate is fully insured either by an approved storer or by the issuer itself, with an insurer in Canada approved by the Exchange.

vii) Gold certificates traded on the floor of the Exchange are free of any fabrication, storage or delivery charges, unless physical gold is delivered.

viii) Gold certificates having a minimum face value of five troy ounces of gold or any quantity in troy ounce increments above this amount are issued.

ix) Apart from reasonable delays resulting from unusual causes beyond the issuer's control, the notice period for the delivery of gold does not exceed five business days.

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Silver Certificates

Any issuing institution must guarantee that it meets the following conditions with respect to its silver certificates listed on The Montreal Exchange:

i) No Exchange-traded silver certificate is issued except where the full quantity of underlying silver is available for delivery and the total quantity of silver represented by all Exchange-traded certificates of the issuer does not exceed the quantity of silver held by the issuer or for its account in Canada, free of all other claims or encumbrances.

ii) The silver underlying the certificate is of a minimum fineness of 999 parts per 1,000, deliverable free of charge to any major Canadian silver refinery (refinery account) for the full specified quantity of the certificate, plus or minus a maximum of 13%, by weight, with the difference between the quantity delivered and the quantity specified in the certificate, debited or credited at the price (for sale or purchase, as appropriate) of silver in effect at the time of delivery.

iii) The silver represented in the certificate is held strictly in Canada.

iv) The silver represented in the certificate is in physical bullion form, either bars or wafers, or in a refiner's account with a precious metal refiner recognized by the Exchange.

v) The storage facilities used for the silver are named in the certificate and must be approved by the Exchange.

vi) The silver represented in the certificate is fully insured either by an approved storer or by the issuer itself, with an insurer in Canada approved by the Exchange.

vii) Silver certificates traded on the floor of the Exchange are free of any fabrication, storage or delivery charges, unless physical silver is delivered.

viii) Silver certificates having a minimum face value of two hundred fifty (250) troy ounces of silver or any quantity in troy ounce increments above this amount are issued.

ix) Apart from reasonable delays resulting from unusual causes beyond the issuer's control, the notice period for the delivery of silver does not exceed five business days.

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The contents of this pamphlet have been compiled by The Montreal Exchange for the information of those interested in gold and silver certificates. The Exchange assumes no responsibility for omissions of any portion of otherwise complete information.

All references to rules, specifications and obligations herein are made subject to and superseded by the official rules and all amendments thereto of The Montreal Exchange and the clearing house.

CHAPTER 3

REASONS: DECISIONS, ORDERS, RULINGS (NIL)

THERE IS NO MATERIAL FOR THIS CHAPTER

IN THIS ISSUE

CHAPTER 4

CEASE TRADING ORDERS - SECTION 123

4.1 TEMPORARY CEASE TRADING ORDERS

4.1.1 SUMMIT GOLD MINES INC.

SUMMIT GOLD MINES INC.

Temporary cease trading order issued November 13, 1984, for failure to make statutory filings. Statutory hearing November 27, 1984, at 10:00 a.m.

4.2 RESCINDING ORDERS

4.2.1 BOUNDARYVIEW PLACE LIMITED PARTNERSHIP

BOUNDARYVIEW PLACE LIMITED PARTNERSHIP

The cease trading order dated October 4, 1984, and continued October 18, 1984, was rescinded November 7, 1984, the company being now up to date with its filings.

4.3 EXTENDING CEASE TRADING ORDERS

4.3.1 TELESCAN TECHNOLOGIES INC.

TELESCAN TECHNOLOGIES INC.

The cease trading order dated October 26, 1984, was continued November 9, 1984, pending the company complying with Part XVII of the Securities Act.

CHAPTER 5

POLICIES (NIL)

THERE IS NO MATERIAL FOR THIS CHAPTER

IN THIS ISSUE

CHAPTER 6

REQUESTS FOR COMMENTS (NIL)

THERE IS NO MATERIAL FOR THIS CHAPTER

IN THIS ISSUE

CHAPTER 7

INSIDER TRADING REPORTS

EXPLANATORY NOTES

Information contained in this section has been summarized from insider reports filed with the Commission.

The name of the issuer is followed by a brief description of the class of security, the name of the person or company reporting and his or its relationship to the issuer. If a person has an indirect interest in the securities reported, e.g.,through holding companies, affiliate companies, partnerships, trusts or other entities, this is shown. Symbols are used in the column "Transaction and Ownership Symbol" to indicate the nature of ownership i.e., direct or indirect. Similarly, the character of transactions is indicated provided the transactions are other than a purchase or sale. (See guide to symbols below):

GUIDE TO SYMBOLS

RELATIONSHIP (appearing after the name reported)

"B" - Beneficial Owner (direct or indirect)of equity shares of a reporting issuer carrying more than 10% of the voting rights attached to all equity shares of the reporting issuer outstanding.

"D" - Director of principal reporting issuer.

"DI" - Director of an issuer or a reporting issuer which is an insider or subsidiary of the principal reporting issuer.

"K" - Exercises control or direction (direct or indirect) of equity shares of a reporting issuer carrying more than 10% of the voting rights attached to all equity shares of the reporting issuer.

"S" - Senior Officer of principal reporting issuer.

"SI" - Senior Officer of an issuer or a reporting issuer which is an insider or subsidiary of the principal reporting issuer.

NATURE OF OWNERSHIP

No Symbol - Securities are beneficially owned directly.

Symbol #1 - The reporting person or company beneficially owns and/or has control or direction over securities which are held by a company, associate, partnership, trust or other entity.

CHARACTER OF TRANSACTION

No Symbol	- purchase or sale	"M"	- internal
"A"	- bequest or inheritance	"Q"	- qualifying shares
"C"	- compensation	"R"	- redeemed (called, matured)
"E"	- exchange or conversion	"T"	- stock dividend
"F"	- exercise of rights, etc.	"V"	- stock split
"G"	- gift	"X"	- exercise of option
"IR"	- initial report	"Z"	- distribution

*Returned for reconciliation purposes.

REPORTING ISSUER	INSIDER	SECURITY	REL'N	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
ABITIBI-PRICE INC.	Tory, John A.	Common	D	Jul/84		57		
				Oct/84		53		3978
ACCESS BANKING NETWORK INC.	La Prairie, Richard T.	Common	DSB	--				704127
	RRSP			Oct/84	1	2000		2000
ALBERTA ENERGY COMPANY LTD.	Hickey, Lawrence J.	Common	S	Oct/84			300	242
ALBERTA NATURAL GAS COMPANY LTD.	Draeger, Richard A.	Securities	SI	--	IR			---
	Nickle, Carl O.	Common	D	Oct/84			25900	47200
ALTEX RESOURCES LTD	Bell, William A.	Common	DB	--				510845
	Portobello Investments Ltd.			Oct/84	1	121160		581994
	Disturnal, Richard C.		DB					
	Greenshield RRSP			Oct/84	1		2000	
				Nov/84	1		5000	53078
	Pan West Resources Ltd.			--	1			921979
	Hurlock, James B.		D	Oct/84		1000		14764
	Slessor, David K.		S					
	Wife			Nov/84	1		5000	---
	Stock Plan			--	1			112905
	RRSP			--	1			17000
AMERICAN EAGLE PETROLEUMS LIMITED	Libin, Bruce R.	Common	DS	--				3790
	RRSP			Oct/84	1	1100		2465
	Ranger Holdings Ltd.			--	1			63564
AMERICAN EXPRESS COMPANY	Safra, Edmond J.	Common	D					
	Indirect Holding			--	IR1			330249
		Warrants		--	IR1			1113333
	Wallace, Martha R.	Common	D	Oct/84		200		
				Oct/84	F	2		403
		Warrants		Oct/84	F		1	---
AMERICAN LEDUC PETROLEUMS LIMITED	Dawson, Patrick F.	Common	DSB	Oct/84		1000		1091983
	Wife			--	1			250000

REPORTING ISSUER	INSIDER	SECURITY	REL'N	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
AMERICAN LEDUC PETROLEUMS LIMITED (Continued)	Grace, Michael G. A.	Common	DS	Oct/84		10000		284500
ASSOCIATES CAPITAL CORPORATION OF CANADA	Gulf & Western Industries Inc.	Debenture (English Pounds)	B					
	Associates Capital Corporation Ltd.			Sep/84	1	10000000		10000000
ATLANTIC RICHFIELD COMPANY	Anderson, Robert O.	Common	DS	--				104941
	Diamond A Cattle Company			Oct/84	1		181500	5000
	Benson Jr., Edward M.		S	Oct/84	G		2200	9666
	Duker, Brack W.		S	Oct/84			4240	---
AUDAX GAS & OIL LTD.	Atlas Yellowknife Resources Limited	Common	B	Oct/84			510000	
				Oct/84		9000		421887
	Hunter, Harry D.		DS	Oct/84		166676		1695173
	D.H. Developments			Oct/84	1	15000		451840
	J.S.E. Enterprises Ltd.							
	W.H.A. Clow			Oct/84	1	10000		396000
AUR RESOURCES INC	Kennedy, William J. A.	Common	D	Sep/84		5000		6000
BGR PRECIOUS METALS INC.	Ned Goodman, President	Class A		Oct/84		4800		39100
	Issuer Bid							
BAY MILLS LIMITED	Cerny, Steven F.	Common	DSB	Oct/84		2500		8173
	D.P.S.P.			Oct/84	1	432		315311
	Minchin, Donald E.		S	Oct/84		1000		5375
	D.P.S.P.			1984	1	103		6164
BELL CANADA ENTERPRISES INC.	Corlett, Michael S. G.	Common	SI	Nov/84			251	
				Nov/84	T	9		14
	Fitzgerald, Edmund B.		D	--	IR			1000
	Hall, C. Denis		DI	--				722
	Dividend Reinvestment and Stock Purchase Plan			Oct/84	1	25		917
	RRSP			--	1			381
	Hatch, H. Clifford		D	Nov/84		2000		2600

REPORTING ISSUER	INSIDER	SECURITY	REL'N	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
BELL CANADA ENTERPRISES INC. (Continued)	Light, Walter F.	Common	D	--				8556
	Dividend Reinvestment and Stock Purchase Plan			Oct/84	1	35		1176
	RRSP			--	1			840
	MacDonald, John D.		DI	--				420
	Dividend Reinvestment and Stock Purchase Plan			Oct/84	1	12		392
	Montambault, Leonce		SI	Oct/84	T	47		
				Oct/84			200	705
	Wife			Oct/84	T 1	20		392
	Roth, Hubert A.		DI	--				8848
	RRSP			Oct/84	1		1155	---
	Sullivan, Daniel E.		DI	--				1000
	Dividend Program			Oct/84	1	2		144
	RRSP			--	1			730
	Children			--	1			300
BENVAN HOLDINGS INC	Albrechtson, Edmund	Common	DSB	Oct/84	X	25000		261700
	Beaton, Raymond		D	Oct/84	X	28000		105000
BONAR INC.	Kochuk, B. W.	Common	SI	--	IR			1000
		Warrants		--	IR			500
	Lomow, Wm. L.	Common	DS	--	IR			1000
		Warrants		--	IR			500
	Wain, David	Common	S	--	IR			200
		Warrants		--	IR			100
BRAMALEA LIMITED	Garrett, Catherine J.	Common	S	Oct/84		706		890
	Share Purchase Plans			Oct/84	1		706	27555
BREAKWATER RESOURCES LTD.	Hunter, Robert G.	Common	S	Oct/84		5000		
				Oct/84			5000	274300
BRITISH COLUMBIA FOREST PRODUCTS LIMITED	Alberta Energy Company Ltd.	Common	B	Nov/84	T	117518		8822579
	Barclay, Ian A.		S	Nov/84	T	1		102

REPORTING ISSUER	INSIDER	SECURITY	REL'N	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
BRITISH COLUMBIA FOREST PRODUCTS LIMITED (Continued)	Barclay, Ian A.	Common	S					
	Share Purchase Plan			Nov/84	T 1	344		25896
	Bentall, Harold C.		D	Nov/84	T	30		2257
	Burch, William G.		S	Nov/84	T	14		1067
	cameron, Gordon F.		S	Nov/84	T	23		1740
	Share Purchase Plan			Nov/84	T 1	22		1666
	Douglas, Morris J.		S	Nov/84	T	10		868
	Indirect Holdings			Nov/84	T 1	13		1013
	Hoole, Michael E.		S					
	RRSP			Nov/84	T 1	13		1025
BRITISH COLUMBIA PACKERS LIMITED	Weston Resources Limited	Class A	B	Oct/84		898		898
		Class B		Oct/84		19752		523336
CAE INDUSTRIES LTD.	Gelinas, Andre A.	Common	DI	Oct/84			100	400
	Prokop, Lawrence H.		SI	Sep/84	T	13		3613
CB PAK INC.	Crawford, Robert A.	Common		Oct/84		1500		2500
	Mother			--	1			100
	Dubois, Pierre G.		SI	Oct/84		1500		2000
		Warrants		Oct/84			250	---
CADILLAC FAIRVIEW CORPORATION LIMITED, THE	Cadillac Fairview Corporation Limited, The	11-1/4% P.M. Bonds due 1995		Oct/84		$267000		
				Oct/84	R		$267000	---
		Preference Series A		Oct/84		49800		
				Oct/84	R		49800	---
CAMEL OIL & GAS LTD	Hugo, George R.	Common	D	Sep/84			3000	
				Oct/84			5000	255472
	Indirect Holdings			--	1			112109
CANADA MALTING CO. LIMITED	Mackay, Alexander L.	Common	S	Oct/84			40	---
CANADA NORTHWEST ENERGY LIMITED	Gordon, Douglas J.	Common	DI	Oct/84		1000		1000

REPORTING ISSUER	INSIDER	SECURITY	REL'N	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
CANADA TRUSTCO MORTGAGE COMPANY, THE	Rennie, Kenneth G.	Common	S	Oct/84			338	---
CANADEX RESOURCES LIMITED	Colquhoun, Joseph	Common	D	Oct/84		1000		33000
CANADIAN IMPERIAL BANK OF COMMERCE	Cole, Clarence W.	Common	S	--				5000
	Stock Dividend Program			Oct/84	1		234	---
	Harrison, Russell E.		DS	Jul/84	T	773		32586
		Preferred A		Oct/84			400	---
		Preferred B		Oct/84			400	---
		Warrants		Oct/84			400	---
CANADIAN LENCOURT MINES LIMITED	Dunham, John E.	Common	DS	--	IR			5
CANADIAN TIRE CORPORATION LIMITED	Billes, Martha G.	Class A	DB	Oct/84			5500	
				Nov/84			5700	
				Nov/84			29800	2259532
	Cote, Pierre	Common	D	--	IR			1000
CANADIAN UTILITIES LIMITED	Cook, John H.	Class A Common	S					
	Direction			Oct/84	1		300	---
CANADIAN PACIFIC ENTERPRISES LIMITED	MacLean, Gordon S.	Common	S	1984		18		501
CANBRA FOODS LTD.	Burns Foods Limited	Common	B	Oct/84		1300		1972504
CAROLIN MINES LTD.	Richardson, Paul W.	Common	DS	Oct/84		3000		11000
CASSIDY'S LIMITED	Brodeur, James H.	Common	DISI	--				816
	Brodrum Inc.			Oct/84	1	200		11429
	RRSP			--	1			6800
	QSSP			--	1			1504
	Spouse			--	1			1400
	Continental Manufacturers Canada Ltd.		B	Oct/84		2000		755030
	Indirect Holding			--	1			2000
CHESS-CLARION 1980-81 EXPLORATION PROGRAM	Roxy Petroleum Ltd.	Units	B	May/84			2	357

REPORTING ISSUER	INSIDER	SECURITY	REL'N	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
CINEPLEX CORPORATION	Boucher, Michel	Preference	DS	--	IR			7500
	Bronfman, Charles R.	Common	SI	Oct/84		56250		156250
	CEMP Investments Ltd.	Preference	B	Oct/84			152750	924786
	(Private Transaction) Subsidium investments Ltd.			--	1			430000
	Doyle, Richard P. P.		SI	--	IR			10000
	Fingold, David B.		D	Oct/84		50000		50400
	Fobasco Limited			--	1			650238
	Mimarco Investments Limited			--	1			30400
	Roslyn Fingold			--	1			1040
	Gouin, Bernard L.		SI	--	IR			5000
	Kolber, Ernest L.	Common	DISI	--	IR			56250
	Kolber, Ernest L.	Preference	DISI					
	Wife			--	IR1			40000
	Kolber, Sandra D.		SI	--	IR			80000
	Parsons, Andrew J.		SI	--	IR			10000
	Raymond, James D.	Common	D SI	Oct/84		56250		131250
		Preference		Oct/84		120000		172500
	Rothschild, John A.		SI	--	IR			7500
	Tanenbaum, Joseph M.		D	Oct/84		60000		60000
CLAVOS PORCUPINE MINES LIMITED	Picard, Irving R.	Common	D	--				426400
	Wife			Oct/84	1	15500		27500
	Adamgood Enterprises Ltd.			Oct/84	1	3000		7500
	Bluebell Enterprises Ltd.			--	1			52500
	Seek Resources Ltd.			--	1			2000
	Consolidated Grandview			--	1			2000
COHO RESOURCES LIMITED	Campbell, Kenneth F.	Class A	DS	--				50717
	Amended							

REPORTING ISSUER	INSIDER	SECURITY	REL'N	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
COHO RESOURCES LIMITED (Continued)	Campbell, Kenneth F.	Class A	DS					
	Amended							
	Campco International							
	Capital Ltd.			Oct/84	1	500		209236
	Shauntan Holdings Ltd.			--	1			186286
	Children			--	1			56
	RRSP			--	1			105200
COLOR YOUR WORLD, INC.	Strongman, Bruce F.	Common	DSB	Oct/84			18000	---
	581345 Ontario Inc.			Oct/84	1	456500		
				Oct/84	1		456500	---
	Bruce Strongman							
	Holdings Limited			Oct/84	1		241214	---
COMMERCIAL OIL AND GAS LTD.	Commercial Oil and Gas Ltd.	Common		Oct/84		7500		
				Oct/84	R		7500	---
CONSOLIDATED-BATHURST INC.	Consolidated-Bathurst Inc	Series A		Oct/84		50000		
				Oct/84	R		50000	---
	In Trust			--	1			5238
	Dawson, John M.		S	Aug/84	V	4		8
	Indirect Holding			Aug/84	V 1	600		1200
	Dawson, John M.	Series B	S	Aug/84	V	4528		
				Sep/84	T	168		9159
CONSOLIDATED IMPERIAL RESOURCES ENERGY LIMITED	Kurtze, William L.	Series A Preferred	DS	Oct/84			2000	
				Nov/84			300	17958
CONSOLTEX CANADA INC.	Michielli, Luc	Common	DS					
	In Trust			Sep/84	1		2000	5000
	Thibault, Marcel		DS					
	In Trust			Sep/84	1		1000	1800
CONSUMERS' GAS COMPANY LTD., THE	Newman, Frederick H.	Common	D	Oct/84		500		500
	Wife			Oct/84	1	100		100
CONTINENTAL BANK OF CANADA	Lewis, David A.	Common	DS	Oct/84		1000		1100
CONTINENTAL GROUP INC., THE	Hofmann, Richard D.	Common	S	Sep/84	F	5030		
				Sep/84	X	6592		12670
	Knorpp, J. Ronald		S	Oct/84	X	3305		8303

REPORTING ISSUER	INSIDER	SECURITY	REL'N	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
CONTINENTAL GROUP INC., THE (Continued)	Rein, Catherine A.	Common	S	Nov/84	E		15000	---
CONWEST EXPLORATION COMPANY LIMITED	Lamacraft, John C.	Class B	DS	Oct/84			20000	180000
CORPORATION FALCONBRIDGE COPPER	Falconbridge Limited	Common	B	Oct/84		60000		6585696
CORRIDA OILS LTD.	Harris, John R.	Common	DS	--				547186
	Share Benefit Plan			Oct/84	1	11100		104141
	McKenzie, Ralph A.		DS	--				307450
	Share Purchase Plan			Oct/84	1	6809		63880
	Wellhauser, Frederic J.		DS	--				430407
	Share Purchase Plan			Oct/84	1	8684		81469
COSEKA RESOURCES LIMITED	Goring, Peter A.	Common	SI					
	RRSP			Oct/84	1	1000		1500
CROWNX INC.	Duncan, Wm. Jas L.	Common	SI	Oct/84		200		200
	RRSP			--	1			400
DELHI PACIFIC RESOURCES LTD.	Singer, Irwin	Common	DS	Oct/84			110000	325500
	Of Record			--	1			18
	RRSP			--	1			7200
DOFASCO INC.	Lindsey, David A.	Class B	S	Apr/84	T	1052		103007
DOMINION-SCOTTISH INVESTMENTS LIMITED	GBC Capital Ltd.	Common	B	Oct/84		10		707383
	Qualifying Shares			--	1			12
DOMINION TEXTILE INC.	Caisse de depot et placement du Quebec	Common	B	Oct/84	T	30485		2406686
	Crawford, H. Purdy		D	--	IR			500
	Savings Plan			--	IR1			500
	Roy, Pierre L.	Securities	S	--	IR			---
	Weir, Stephen J.	Common	S	Oct/84			300	200
DUNCAN GOLD RESOURCES INC.	Deans, Matthew B.	Common	D	Oct/84			5500	14500
	Bankers Securites Limited			--	1			19640
DUNDEE-PALLISER RESOURCES INC.	Dunham, John E.	Common	DS	--	IR			5000

REPORTING ISSUER	INSIDER	SECURITY	REL'N	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
DURHAM RESOURCES INC.	Harbinson, Hugh D.	Subordinate Voting	DS	--	IR			2400
				Nov/84		1600		4000
EAGLET MINES LIMITED	Johnson, Stanley E.	Common	D	--	IR			13900
	Gail Ralfe			--	IR1			300
	Johnson, Stanley E.	Warrants	D	--	IR			8000
ELMWOOD RESOURCES LTD.	Schiralli, Rocco A.	Common	DB	Oct/84		37246		259816
ENCOUNTER ENERGY RESOURCES LIMITED	Twin Richfield Oils Ltd.	Common	B	Oct/84			267165	---
ENSERCH CORPORATION	Fortado, Michael G.	Common	S	--				1515
	Custodian			Sep/84	T 1	10		
				Oct/84	M 1		192	385
	Stock Purchase Plan			--	1			1921
	TRASOP Trust			--	1			357
ETHYL CORPORATION	Koehnle, John F.	Common	S	--				300
	Savings Plan			Oct/84	1	20		364
FATHOM OCEANOLOGY LIMITED	Beutel, Austin C.	Common	D					
	Oakwest Corporation Limited			Oct/84	1	20000		152000
FINANCIAL TRUSTCO CAPITAL LTD.	Hunter, Harry D.	Preferred	D	Oct/84		30000		30000
	Latta, Fraser D.		S	Oct/84		19425		19425
FLEET AEROSPACE CORPORATION	O'Hara, Kenneth K.	Common	D	Oct/84			70000	68000
	RRSP			--	1			30000
FLYING CROSS PETROLEUM CORP.	Cadesky, Frank	Common	DSB	--				133875
	Cadre Corporation			Oct/84	1	200		317816
GSW INC	Barford, Ralph M. *	Class A	DSB					
	Voting Trust Agreement			Oct/84	1	300		817910
GAZ METROPOLITAIN, INC.	Caisse de depot et placement du Quebec	Debentures	B	Oct/84		$2300000		$5450000
GEDDES RESOURCES LIMITED	Heenan, Patrick R.	Common	DS	Sep/84			1000	
				Oct/84			2700	55000
GENDIS INC.	Cohen, Morley M.	Class B		Jul/84			9000	
	Amended							

REPORTING ISSUER	INSIDER	SECURITY	REL'N	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
GENDIS INC. (Continued)	Cohen, Morley M. Amended	Class B		Aug/84			16000	246688
GENERAL MOTORS CORPORATION	Perot, Henry R.	Class E Common	D	Oct/84	E	3431647		3431647
	Wife			Oct/84	E 1	8723		8723
	Children			Oct/84	E 1	5262		5262
	Rybicki, Irvin W.	Common	S	Oct/84			1618	7713
	Savings Stock Purchase Program			--	1			2560
GEOCRUDE ENERGY INC.	Caisse de depot et placement du Quebec	Common	B	Oct/84		33400		6213300
GEOVEX PETROLEUM CORP.	Cadre Corporation	Common	B	Oct/84		1700		32700
GLAMIS GOLD LTD.	Milligan, Andrew F. B. Amended	Common	D					
	RRSP			--	IR1			500
GLOBAL MARINE INC.	Short, Thomas E.	Common	DI	Oct/84		4000		14873
GOGAMA RESOURCES INC.	Reed, Samuel	Securities	DS	--	IR			---
	Torrance, Lincoln		D	--	IR			---
GOWGANDA RESOURCES INC.	Stirling, John M.	Common	DS	Oct/84		500		140600
GREY GOOSE CORPORATION LIMITED	Laidlaw Transportation Limited	Common	B	Oct/84		1800		2560870
	Travelways Tours Limited			--	1			114080
GUARDIAN PACIFIC RIM CORPORATION	Guardian Pacific Rim Corporation	Class A		Sep/84		62300		223500
GULF CANADA LIMITED	Simms, Thomas B.	Common	S	Nov/84			508	---
HALEY INDUSTRIES LIMITED	Brooks, J. D'Arcy	Common	D	--			300	1000
	Taylor, David S.		S	--				1100
	RRSP			Oct/84	1		500	700
	Macaskill Taylor & Associates			--	1			6750
HERITAGE GROUP INC., THE	Beben, Henry G.	Class A	DS	Oct/84		2000		7350
	Wife			--	1			400
	Beben, Henry G.	Common	DS	Oct/84		400		16395

REPORTING ISSUER	INSIDER	SECURITY	REL'N	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
HERITAGE GROUP INC., THE (Continued)	Schneider, Frederick P.	Class A	DSB	--				2400
	Share Purchase Plan			Oct/84	1	2000		15150
	Other Indirect			--	1			195891
	Schneider, Frederick P.	Common	DSB	--				3650
	Share Purchase Plan			Oct/84	1	400		8538
	Other Indirect			--	1			74143
HUGHES TOOL COMPANY	Walter Jr., Joseph C.	Common	D	--	IR			800
HUSKY OIL LTD.	Miller, William R.	Securities	S	--	IR			---
IMPERIAL OIL LIMITED	Burns, John E.	Class A	DI	--				40
	Savings Plan			Oct/84	1	1		224
INDUSMIN LIMITED	Falconbridge Limited	Common	B	Oct/84		47022		1167901
INGLIS LIMITED	Whirlpool Corporation	Common	B	--				1166546
	Amended							
	Merrill Lynch Canada, Agent			Oct/84	1	1700		1700
	Whirlpool International Bahamas, S. A.			--	1			1364616
INTERNATIONAL BUSINESS MACHINES CORPORATION	Cassani, Kaspar V.	Capital	S	Oct/84	X	4090		
				Oct/84			3018	20751
	Davis, Edward M.		S	Oct/84	X	2844		
				Oct/84			2124	7530
	Krowe, Allen J.		S	Oct/84	X	4243		
				Oct/84			3169	20058
	Lucente, Edward E.		S	Oct/84	X	730		
				Oct/84			710	8986
	Children			--	1			334
	Maisonrouge, Jacques G.		S	Oct/84	X	16367		
				Oct/84			27203	15008
	Daughter			--	1			250
	Rizzo, Paul J.		S	Oct/84	X	6079		
				Oct/84			4599	41880
	Family			--	1			1580
	Schwartz, Stephen B.		S	Oct/84			1000	3089

REPORTING ISSUER	INSIDER	SECURITY	REL'N	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
INVERNESS PETROLEUM LTD.	Raymond, James D.	Common	DI					
	Feejay Corporation Canada Ltd.			Oct/84	1	5000		10000
IPSCO INC.	Elliott, William M.	Common	D					
	William M. Elliott Ltd.			Oct/84	1	2493		12315
JONPOL EXPLORATIONS LIMITED	Pollock, John A.	Common	DSB	Oct/84		16000		146002
	Jonpol Investments Ltd.			--	1			200000
KENTY RESOURCES LIMITED	Fisher, Dean A.	Common	D	--	IR			10000
	Amended							
LA VERENDRYE MANAGEMENT CORPORATION	Vanasse, Leo	Common	S	Oct/84		25		3029
JOHN LABATT LIMITED	Amyot, Pierre-Paul	Common	DI					
	SDEP			Oct/84	1	8		34
	Bergeron, Guy		DI	--				72
	DRIP			Oct/84	1	1		4
	Binnendyk, Robert A.		DI	--				170
	DRIP			Oct/84	1	3		10
	RRSP			--	1			80
	Colquhoun, Hugh M.		DI	--				200
	SDEP			Oct/84	1	3		11
	Conde, Michael H.		DI	--				2200
	SDEP			Oct/84	1	25		91
	Diamond, Charles		D	--				2000
	DRIP			Oct/84	1	25		113
	Goodman, Edwin A.		D					
	DRIP			Oct/84	1	16		73
	Suvretta Entertainments Ltd.			--	1			9224
	Held in Trust for Daughter			--	1			1300
	LaMothe, Andre S.		DI	--				640
	RRSP			Oct/84	1	9		32
	SDEP			--	1			899
	Loranger, Fernand		DI	--				5532

REPORTING ISSUER	INSIDER	SECURITY	REL'N	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
JOHN LABATT LIMITED	Loranger, Fernand	Common	DI					
(Continued)	SDEP			Oct/84	1	68		236
	RRSP			--	1			1615
	Exec. Share Option Plan - 1975			--	1			6468
	Morrison, Bradley W.		DI	--				560
	RRSP			Oct/84	1	8		614
	SDEP			--	1			32
	Penner, Werner A.		D	--				250
	SDEP			Oct/84	1	4		14
	Pinder, Herbert C.		D	--				2281
	SDEP			Oct/84	1	3		11
	Ranson, James J.		DI	--				496
	DRIP			Oct/84	1	6		12
	RRSP			--	1			2205
	Reynolds, Susan E.		DI	--				50
	DRIP			Oct/84	1	1		2
	Saint-Pierre, Guy		S	--				900
	SDEP			Oct 84	1	729		1719
	RRSP			--	1			690
	Exec. Share Option Plan - 79			--	1			9892
	Exec. Share Purchase Plan - 83			--	1			50000
	Sienna, Lino		DI	--				11
	SDEP			Oct/84	1	3		200
	Stapleton, Brian L.		DI	--				50
	DRIP			Oct/84	1	1		3
	Thorpe, Richard S.		DI					
	DRIP for Richa			Oct/84	1	2		7
	DRIP for Ranette			Oct/84	1	2		7
	For Richa			--	1			150
	For Ranette			--	1			150
	For Jason			--	1			10
	Zakoor, Edward M.		DI	--				2000
	DRIP			Oct/84	1	24		72
LACANA MINING CORPORATION	Thompson, Edward G.	Common	DS	Oct/84			1000	23300

REPORTING ISSUER	INSIDER	SECURITY	REL'N	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
LAIDLAW TRANSPORTATION LIMITED	Degroote, Gary W.	Class A	D	--	IR			5600
	GWD Management Ltd.			--	IR1			5800
	Degroote, Gary W.	Class B	D	--	IR			11000
	GWD Management Ltd.			--	IR1			21500
LAMBDA MERCANTILE CORPORATION	Litwin, Fred A.	Class A	DS	--				
				--				3010
	Mutec Equities Ltd.			Oct/84	1		7000	
				Nov/84	1		23500	755500
	Litwin, Fred A.	Common	DS	--				29505
	Mutec Equities Ltd.			Oct/84	1		6400	
				Nov/84	1		4400	1164665
LENORA EXPLORATIONS LTD.	Storoniak, Andrew	Common	D	Oct/84		5000		16000
LEVY INDUSTRIES LIMITED	Seaway Multi-Corp Limited	Preferred	B	Oct/84		2500		196665
LINEAR TECHNOLOGY INC.	O'Shaughnessy, Thomas A.	Common	S	Oct/84			5000	102200
LOBLAW COMPANIES LIMITED	Lennie, Peter S.	Common	DI	Oct/84			210	3790
LOBO GOLD & RESOURCES INC.	Cadre Corporation	Common	B	Oct/84		900		900
LONGFORD EQUIPMENT INTERNATIONAL LIMITED	Longford Equipment International Limited	Pref. P.V.$2.50		Oct/84		1000		56900
LUMAX OIL & GAS INC.	Deacon, Donald C.	Common	D					
	Cam-Deac Investments Ltd.			Oct/84	1	90000		134750
MDS HEALTH GROUP LIMITED	MDS Deferred Profit Sharing Plan	Class A	K	Oct/84		2530		
				Oct/84			250	894319
	Younger, Charles R.		D	--	IR			1000
MACKENZIE FINANCIAL CORPORATION	Lovatt, Neil	Common	S	Oct/84			700	15000
MAGNA INTERNATIONAL INC.	Gingl, Manfred	Class B Common	DS	Oct/84		5000		48670
	McAlpine, James R.		S	Oct/84		2500		2500
MAJESTIC CONTRACTORS LIMITED	Majestic Contractors Limited	Common		Oct/84		76200		

REPORTING ISSUER	INSIDER	SECURITY	REL'N	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
MAJESTIC CONTRACTORS LIMITED (Continued)	Majestic Contractors Limited	Common		Oct/84	R		88300	---
MANRIDGE EXPLORATIONS LIMITED	Parcher, A. C.	Common	DS	Oct/84			6000	60674
	Parcher, Brad			Oct/84	1		5000	18000
	Wife			Oct/84	1		3000	22000
	Parcher, Kev.			Oct/84	1		6000	8000
MARITIME TELEGRAPH AND TELEPHONE CO. LIMITED	Fuller, Howard B.	Common	D	Oct/84		7		357
	Hartt, Andrew D.		D	Oct/84	T	13		3021
	Ibey, Frederick E.		D	Oct/84		3		146
	MacDonald, John J.		D	Oct/84	T	8		395
	Oland, Derek		D	Oct/84	T	2		114
	Spalding, James S.		D	Oct/84	T	3		146
MARSHALL DRUMMOND MCCALL INC.	Richards, Michael L.	Series A Common	D	Oct/84		500		1000
MASCOT GOLD MINES LIMITED	Borts, Harold N.	Common	D DI	Oct/84		30000		51000
	Raymond, James D.		DI	--	IR			111805
MCDONALD'S CORPORATION	Kaplan, Noel	Common	S	Jul/84	X	5035		6045
	Sensor, George M.		S	Sep/84	V	511		1588
MELCOR DEVELOPMENTS LTD.	Ormskirk Investments Ltd.	Common	B	--	IR			489175
MENTOR EXPLORATION & DEVELOPMENT CO. LIMITED	Agnico-Eagle Mines Limited	Common	B	Oct/84		6600		1382400
MERIDIAN TECHNOLOGIES INC.	Griffin, Anthony G. S.	Common	D	Nov/84			5000	15000
MESA PETROLEUM CO.	Wagner, Cyril	Common	D	Oct/84		25000		36500
	Other Indirect			--	1			10000
MIDLAND DOHERTY FINANCIAL CORPORATION	Hougton, Jack M.	Common	DISI	Oct/84			1000	1000
	Kirkwood, Yvonne M.		S	Oct/84			200	---
MOFFAT COMMUNICATIONS LIMITED	Davis, William A.	Common	S					
	Indirect Holdings			Nov/84	1	1000		15696

REPORTING ISSUER	INSIDER	SECURITY	REL'N	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
MOLSON COMPANIES LIMITED, THE	Trimble, Eric C.	Class A Common	DI	Oct/84			126	---
MORGAN HYDROCARBONS INC	Horte, Vernon L.	Common	DS	Oct/84		30		229698
	McCartney, William S.		S	Oct/84		71000		
				Oct/84			150000	1383400
	Wolcott, D. M.		DS	Oct/84		195		222805
NAHANNI MINES LIMITED	Harquail, J. A.	Common	DS	--				364669
				Oct/84	T 1	4000		40500
	Impact Invest.			--	1			110000
	RRSP							
	Harquail, J. A.	Preferred	DS	--				8400
	Impact Invest.			Oct/84	T 1	4100		14400
NATIONAL BANK MORTGAGE CORPORATION	National Bank of Canada	Second Preferred	B	Oct/84		50000		1026000
NATIONAL VICTORIA AND GREY TRUSTCO LIMITED, THE	Empire Life Insurance Company, The	Common	B	Jul/84	E	91656		
				Aug/84	T	36950		3447535
	Horsey, William G.		D	Oct/84	M		1430	100
	Wilgran Inc.			Oct/84	M 1	1430		12230
NEW PROVIDENCE DEVELOPMENT COMPANY LIMITED, THE	Cay West S.A.	8% Cumulative Voting Preference	B	Oct/84	M		6000000	---
		Ordinary		Oct/84	M		12696376	---
	Windsor Realty Company Limited	8%Cumulative Voting Preference	B	--	IR			6000000
		Ordinary		--	IR			12696376
NEWSCOPE RESOURCES LIMITED	Weston, Douglas A.	Common	DS	Oct/84		5500		10000
	Spouse			--	1			11500
NEW YORK OILS LIMITED	New York Oils Limited	Common		Oct/84		9882		1161681
	Mexican Investors Limited			--	1			71300
NOMA INDUSTRIES LIMITED	Rose, Barrie D.	Class A Common	D					
	Adro Limited			--	IR1			14100

REPORTING ISSUER	INSIDER	SECURITY	REL'N	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
NOMA INDUSTRIES LIMITED (Continued)	Rose, Barrie D.	Class A Common	D					
	Amrose Enterprises Limited			--	IR1			18000
	Adro Limited	Class B Common		--	IR1			9400
	Amrose Enterprises Limited			--	IR1			12000
NORANDA INC.	Fowler, Peter L.	Common	S	Sep/84		345		
				Oct/84			1200	11200
NORCEN ENERGY RESOURCES LIMITED	Caisse de depot et placement du Quebec	Common	B	Oct/84		110500		2921021
	Hennenfent, William C.	Non-Voting Ordinary	S	Oct/84			500	1040
	Savings Plan			--	1			125
	Hennenfent, William C.	Voting Ordinary	S	Oct/84			2300	1426
	Savings Plan			--	1			239
NORMICK PERRON, INC.	Parent, Jules	Common	S	Oct/84		75		3164
NORTH CANADIAN OILS LIMITED	Miller, W. Keith	Common	S	--	IR			2500
NORTHERN TELECOM LIMITED	Mahoney, John A.	Common	DI	--	IR			300
	Dividend Reinvestment and Stock Purchase Plan			--	IR1			23
NOVA, AN ALBERTA CORPORATION	Shelton, Eric H.	Common	S	1983-4		1392		
				Oct/84			3400	172
	Snyder, Robert B.		S	1984		505		6322
NUMAC OIL & GAS LTD.	Montgomery, C.R.S.	Common	S	--				7580
	C.E.C. Investments Ltd.			Oct/84	1		1000	85000
OAKWOOD PETROLEUMS LTD.	Nickle, Carl O.	Class A	D	Oct/84			100000	
				Oct/84		3583		91000
	Oakwood Petroleums Ltd.		S	Oct/84		20000		144500
OMEGA HYDROCARBONS LTD	Omega Hydrocarbons Ltd.	Common		Oct/84		86300		619600
ORCATECH INC	Schattmann, John B.	Common	S	--	IR			2000
OSISKO LAKE MINES LIMITED	Koza, Harry	Common	DS	Oct/84			10000	55000

REPORTING ISSUER	INSIDER	SECURITY	REL'N	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
PACIFIC TRANS-OCEAN RESOURCES LTD.	Sullivan, John F.	Common	D	--				169300
	S & S Management Ltd.			Oct/84	1		5000	95000
PAGURIAN CORPORATION LIMITED, THE	Webster, Donald C.	Class A	D					
	Held in Trust			Sep/84	1		200000	400039
PANCANADIAN PETROLEUM LTD.	Bishai, William S.	Common	S	Oct/84		32		100
PATHFINDER FINANCIAL CORPORATION	Van Nest, Norman G.	Common	DSB					
	445234 Ontario Limited			Nov/84	1		40000	---
	Dellview Holdings Ltd.			Nov/84	1		33000	---
	Van Nest Management Corporation			Nov/84	1		27000	1706333
	NGVN Investment Corporation			--	1			20000
	RRSP			--	1			26667
PENNINGTON'S STORES LIMITED	Pennington's Stores Limited	Preference		Oct/84		1000		
				Oct/84	R		1000	---
PERREX RESOURCES INC.	Jonpol Explorations Limited	Common	B	Oct/84			47000	
				Oct/84		5000		224668
	Pollock, John A.		DS	--				10001
	Jonpol Investments Ltd.			Oct/84	1	30000		143300
PETROTECH, INC.	Kiddoo, John G.	Common	D	Oct/84			32500	36150
	Indirect Medium			--	1			200
PETROFLO PETROLEUM CORPORATION	Cadesky, Frank	Common	DS					
	Cadre Corporation			Oct/84	1	8905		138897
PETROLANTIC RESOURCES INC.	Laundenslager, Arthur E.	Common	DSB	Nov/84	V	684503		
				Nov/84			34000	1335006
POMAC MINES LTD	Thornley-Hall, Ivan	Common	DS	Nov/84	X	25000		
				Nov/84			25000	7000
POWER CORPORATION OF CANADA	Desmarais, Paul	15 Cent Participating Preference	B					
	Gelco Enterprises Ltd.			Oct/84	1	2000		1711250
	Transportation Management Corporation			--	1			1025100

REPORTING ISSUER	INSIDER	SECURITY	REL'N	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
POWER FINANCIAL CORPORATION	Caisse de depot et placement du Quebec Amended	Common	B	Apr/84		6000000		6000000
	Desmarais, Paul Power Corp. of Canada		B	Oct/84	1	2654		32002654
PROVIGO INC.	Caisse de depot et placement du Quebec	Common	B	Oct/84			200000	5406453
PUBLIC SERVICE ELECTRIC AND GAS COMPANY	Franklin, Robert H.	Common	S	Oct/84		6		397
	Librizzi, Frank P.		S	Oct/84		11		1471
	Marfuggi, William E.		D					
	Jointly with Wife			--	1			274
	Wife Custodian for Granddaughter			Aug/84	1		50	420
	Wife Custodian for Grandson			Aug/84	1		50	940
	Saller, William		S	Oct/84		7		278
RAILHEAD RESOURCES INC.	463754 Ontario Inc.	Common	B	Oct/84		33300		
				Oct/84			2000	40994
	MacLean, David R.							
	463754 Ontario Inc.			Oct/84	1	33300		
				Oct/84	1		2000	40994
	MacLean, Joan G.		DSB	--				1
	463754 Ontario Inc.			Oct/84	1	33300		
				Oct/84	1		2000	40994
REDSTONE RESOURCES INC.	Harquail, J A.	Warrants	DS					
	Impact Invest.			Oct/84	1	6000		21500
REED STENHOUSE COMPANIES LIMITED	Barbary, Robert J.	Class A Common	S	Sep/84	T	131		10245
	Gordon, Donald W.		D	Sep/84	T	38		7480
RENAISSANCE ENERGY LTD.	Marshall, Brian D.	Common	D					
	Held in Trust			Oct/84	1	1800		2737
ROYAL BANK OF CANADA, THE	Malone, Clifford S.	First Pref. Series B	D	Oct/84			1000	---

REPORTING ISSUER	INSIDER	SECURITY	REL'N	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
ROYAL BANK OF CANADA, THE (Continued)	Malone, Clifford S.	Warrants	D	Oct/84			500	---
ROYAL TRUSTCO LIMITED	Dennys, Nicholas RRSP	Class A	S	Oct/84	1		400	875
SANTA'S VILLAGE LIMITED	Coates, Joan F.	Common	D	Sep/84		250		300
SATELLITE CONSOLIDATED METALS LTD.	Coniagas Mines Limited, The	Common	B	Oct/84		5000		756364
SCINTILORE EXPLORATIONS LIMITED	Depatie, Jean	Common	S	Oct/84			1600	1330
SCINTREX LIMITED	Baird, Jon G.	Common	DS	Oct/84			300	---
SEABOARD LIFE INSURANCE COMPANY	Friends' Provident Life Office	Common	B	Oct/84		90		551139
SEAQUEST ENERGY LTD.	Kloepfer, C. Victor	Common	DB	Oct/84		102845		876620
	Last, Garfield J.		B	Oct/84			102845	---
	Garfield Investments Ltd.			--	1			320000
SEAWAY MULTI-CORP. LIMITED	Benlevy Corporation Limited	Common	B	Oct/84		66		367876
	Empeaco Limited			Oct/84		22		121405
	Happyco Enterprises Limited			Oct/84		10		121405
	Jaylevy Limited			Oct/84		22		121405
	Peplevy Corporation Limited		B	Oct/84		66		382278
SEEK RESOURCES LTD.	Picard, Irving R.	Common	DS	Oct/84		2000		170587
	Bluebell Enterprises			--	1			955457
SHAWNEE PETROLEUMS LIMITED	Dunham, John E.	Common	D	--	IR			10000
	MacKenzie, Alexander D.		DS	Oct/84			7000	50000
	McCoy, Wayne A.		D					
	Bywood Holdings Limited			Oct/84	1	3500		71500
SHININGTREE GOLD RESOURCES INC.	Parres, James R. B.	Common	DSB	Oct/84		30000		436310

REPORTING ISSUER	INSIDER	SECURITY	REL'N	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
SIENNA RESOURCES LIMITED	Jackson, Donald L.	Common	DS	Oct/84		4000		318223
	Indirect Medium			--	1			8636
SILCORP LIMITED	DeWit, John	Common	S	--	IR			200
	Execsil Corporation	Class B	B	Oct/84		1986		245538
	Maich, Robert S.	Class A Common	DS	Oct/84		563		573
	Indirect Medium			--	1			150
SOLO RESOURCES & ENERGY INC.	Cadesky, Frank	Common	B					
	Cadre Corporation			Oct/84	1	4350		4350
SPAR AEROSPACE LIMITED	Lapp, Philip A.	Warrants	D					
	RRSP			Oct/84	1		300	
				Nov/84	1		300	600
	Spouse's RRSP			Oct/84	1		300	
				Nov/84	1		300	600
SPINDLE TOP ENERGY & RESOURCES INC.	Cadre Corporation	Common	B	Oct/84		700		100309
STEINBERG INC.	Charron, Andre	Class A	D	1984		1000		1000
STELCO INC.	McLean, William F.	Series B Conv.	S					
	Whitmac Holdings Limited	Common		1984	1	228		6051
SUDBURY CONTACT MINES LIMITED	Mentor Exploration and Development Co., Limited	Common	B	Oct/84		3100		2888382
SUPERIOR OIL COMPANY, THE	Ackman, Fredric C.	Common	DS	Oct/84			601	---
	Carter, Joseph O.		S	Oct/84			680	---
	Castleberry, Jack C.		S	Oct/84			3000	---
	Hixson Jr., Eugene C.		S	Oct/84			7171	---
	Nielsen, Arne R.		D	Oct/84			180	---
	Randall III, Edward			Oct/84			2404	---
	Satterfield Jr., Louis O.		S	Oct/84		412	180	---
	Thomas, Robert C.		S	Oct/84			601	---
	Trotter, J. T.			Oct/84			3905	---

REPORTING ISSUER	INSIDER	SECURITY	REL'N	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
SYDNEY DEVELOPMENT CORPORATION	Zullo, Armando F.	Common	DS	--	IR			10000
T & H RESOURCES LTD.	Pollock, John A.	Common	DS	Oct/84		6000		17000
	Jonpol Explorations Limited			Oct/84	1	22500		12500
	Jonpol Investments Ltd.			--	1			26000
TAMAN RESOURCES LIMITED	Moldaver, Irving	Common	D	--	IR			12500
TECK CORPORATION	Keevil Holding Corporation	Class B Subordinate	B	Oct/84			6700	290857
	Keevil, Harold B.	Common B	DI	Sep/84			2000	
				Oct/84			4400	102000
	Keevil, William B.	Class B Common	DISI	Oct/84			1000	91850
	Thompson, David A.	Common B	DS	Oct/84			10000	35153
TECSYN INTERNATIONAL INC.	Tomarin, Harry P.	Common	B	--				501
				Oct/84	E		325000	70000
	Tomshar Investments Inc.		B	--	IR			325000
TELE-METROPOLE INC.	Belanger, Gaston W.	Class B Non-Voting	DS	Oct/84	X	6400		
				Oct/84			6400	3470
	Deschenes, Gilles	Securities	S	--	IR			---
	Gabriele, Vincent		S	--	IR			---
	Genin, Richard J.	Class B Non-Voting	S	Oct/84	X	2400		
				Oct/84			2400	---
	L'Herbier, Robert		S	Oct/84	X	3600		
				Oct/84			3600	2350
	Lauzon, Gilles		S	--	IR			100
	Tremblay, Yoland	Securities	S	--	IR			---
	Trudeau, Robert	Class B Non-Voting	DS	Oct/84	X	5200		
				Oct/84			4600	5608
TERRATECH RESOURCES INC.	Agassiz Resources Ltd.	Common	D	--				1369127

REPORTING ISSUER	INSIDER	SECURITY	REL'N	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
TERRATECH RESOURCES INC. (Continued)	Agassiz Resources Ltd.	Common	D					
	Comiesa Corporation			Oct/84	1	2000		56000
THOMSON NEWSPAPERS LIMITED	Thomson Newspapers Limited	Preferred		Oct/84		835		
				Oct/84	R		835	---
TINTINA MINES LIMITED	Franklin, Robert M.	Common	DS	--				35300
	RRSP			Oct/84	1	1000		11500
TONECRAFT REALTY INC.	Strongman, Bruce F.	Common	DSB	--				51334
	581345 Ontario Inc.			Oct/84	1	299000		540214
TORONTO-DOMINION BANK	Bentall, Harold C.	Common	D	Oct/84		301		24085
	de Grandpre, A. Jean		D					
	Chodeg Investments Inc.			Jan/84	1	214		17143
	McCann, Noel S.			Oct/84		20		1190
	Osler, Gordon P.		D	Oct/84	A	600		10886
	Pension Fund Society, The of Toronto-Dominion Bank, The							
	Pentor Company			Oct/84	1	20560		944800
TRANSCANADA PIPELINES LIMITED	Bell Canada Enterprises Inc.	Common	B	Oct/84		626716		44959017
	Pension Fund for Employees of Northern Telecom Limited			--	1			83000
	Pension Fund for Employees of Bell Northern Research			--	1			10000
TRAPPER RESOURCES LTD.	Agassiz Resources Ltd.	Common	B	--				1154496
	Comiesa Corporation			Oct/84	1	32500		86500
TRILOGY RESOURCES CORPORATION	Copeland, Donald B.	Common	DS	--				37411
	Clear Springs Resources Management Limited			Oct/84	1		2000	175085
	Jeffrey, Cliff A		S					
	Ecumsecum Energy Limited			--	IR1			3000
ULSTER PETROLEUMS LTD.	Ulster Petroleums Ltd.	common		Oct/84		30500		

REPORTING ISSUER	INSIDER	SECURITY	REL'N	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
ULSTER PETROLEUMS LTD. (Continued)	Ulster Petroleums Ltd.	common		Oct.84	R		30500	---
UNICORP RESOURCES LTD.	Mann, George S.	Class A	DSB	--				17793
	UCC			Oct/84	1	140400		9752723
UNITED STATES STEEL CORPORATION	Adams, Francis P.	Common	S	Oct/84			650	
				Oct/84		650		---
VTL VENTURE EQUITIES LTD.	Litwin, Fred A.	Common	B	--				931526
				--				935526
	Mercantile Corporation			Oct/84	1		40000	1353906
	Lambda Mercantile Corporation			Nov/84	1		156000	1197906
VANGUARD TRUST OF CANADA LIMITED	Taylor, Howard	Common		--	IR			500
L.A. VARAH LTD.	MacAdam, Donald	Common	DSB	Oct/84			30000	281270
VEDRON LIMITED	La Prairie, Leon F.	Common	DS	Oct/84			2000	104900
VERSATILE CORPORATION	Farrell, John S.	Class A Warrants	S	Oct/84		10000		10000
	Versatile Corporation	Preferred		Oct/84		4900		
				Oct/84			5200	211900
WADGE MINES LIMITED	Miller, Harry I.	Common	D	Oct/84			2000	3000
HIRAM WALKER RESOURCES LTD.	Newman, Frederick H.	9% Conv. Pfd.	DI	Oct/84	E		400	---
	Co-Executor			Oct/84	E 1		100	---
	Newman, Frederick H.	Common	DI	Oct/84	E	532		1707
	Co-Executor			Oct/84	E 1	133		243
	Wife			--	1			255
	Newman Bros. Co. Limited			--	1			1000
WESTMIN RESOURCES LIMITED	Hampton, R. O.	Common	S	Oct/84			3200	800
WESTWATER INDUSTRIES LTD.	Beall, Ronald H.	Class A Subordinate	S	Oct/84		200		200
		Options		--	IR			84000

REPORTING ISSUER	INSIDER	SECURITY	REL'N	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
WESTWATER INDUSTRIES LTD. (Continued)	Fritz, Daniel L.	Class B Common	DB					
	With wife, through Tygenis Holdings Ltd.			--	IR1			212052
	With wife, through Grass Roots Investments Ltd.			--	IR1			95616
	Fritz, Daniel L.	Class C Subordinate	DB	--	IR			12
	Fritz, Erin S.	Class B Common	SB	--	IR			138100
	With Husband, through Tygenis Holdings Ltd.			--	IR1			212052
	With Husband, through Grass Roots Investments Ltd.			--	IR1			95616
	Fritz, Erin S.	Class C Subordinate	SB	--	IR			12
	Gunn, Ronald A.	Class A with 1/2 Warrant	D	Oct/84		2000		2000
	Yarngunn Investments			Oct/84	1	3000		3000
	G.Y. Investments	Class C Subordinate		--	IR1			121452
	Hebb, Christopher H.		D					
	Cavell Investments Ltd.			--	IR1			49848
	Wieler, Frank R.	Securities	S	--	IR			---
WILSHIRE ENERGY RESOURCES INC.	Paterson, William D.	Common	DS	Oct/84		118000		458570
WIX INC.	Brown, Craig J.	Common	DISI	Oct/84			3525	---
	Chiarot, Rudolph		S	Oct/84			3500	---
	Cooke, Eleanor G.		S	Oct/84			3300	---
	McDonald, Donald J.		D	Oct/84			500	---
	Merwan Corporation Limited		B	Oct/84			117537	---
	Nourse, Lloyd W.		DS					
	Merwan Corporation Limited			Oct/84	1		117537	---

REPORTING ISSUER	INSIDER	SECURITY	REL'N	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
WIX INC. (Continued)	Plante, Edward A.	Common	S	Oct/84			4850	---
	Shaw, Leslie E.		D	Oct/84			74000	1000
	Simmons, Phillip J.		DS	Oct/84			4100	---
YVANEX DEVELOPMENTS LIMITED	Hunter, Harry D.	Common	DS	--				283300
	D.H. Development Ltd.			Oct/84	1	50000		999600
ZENMAC EXPLORATIONS LIMITED	Sheridan, John P.	Common		Oct/84		25000		58800
	Consolidated Maybrun Mines Limited			--	1			127500
	Anyox Metals Limited			--	1			179000
	Boston Bay Mines Limited			--	1			13000
	Shield Development Company Limited, The			--	1			7200
	St. Lucie Exploration Company Limited			--	1			1000

REPORT UNDER SECTION 113 OF THE ACT

MANAGEMENT COMPANY	SELLER	PURCHASER	DATE OF TRANSACTION	NATURE OF TRANSACTION
BOLTON TREMBLAY FUNDS INC	Bolton Tremblay Money Fund	Bolton Tremblay Funds Inc	October 4, 1984	100,000 Units
" "	" "	" "	October 31,1984	4,949 Units

CHAPTER 8

NOTICES OF EXEMPT FINANCINGS

REPORTS OF TRADES SUBMITTED ON FORM 20
UNDER THE SECURITIES ACT 1980

TRANSACTION DATE	PURCHASER	SECURITY	PRICE	AMOUNT
Oct. 31, 1984	Alberta Motor Association Insurance Company	#BONANZA RESOURCES LTD. DEBENTURES	$110,000	$110,000
"	Canada Trust Company, The AC 09105382-2	" "	425,000	$425,000
"	Canada Trust Company, The AC 13-161432-9	" "	100,000	$100,000
"	Canada Trust Company, The Trustee for Reid Crowther Inc. Pension Plan	" "	110,000	$110,000
"	Canada Trust Company, The Trustee for United Farmers Pension Fund	" "	175,000	$175,000
"	Elite Insurance Company	" "	500,000	$500,000
"	Graymont Limited	" "	100,000	$100,000
"	Loewen, Ondaatje, McCutcheon & Company Limited	" "	425,000	$425,000
"	Lomwest Management Ltd.	" "	550,000	$550,000
"	Montreal Trust Company of Canada AC T911220	" "	1,000,000	$1,000,000
"	Montreal Trust Company of Canada AC T903660	" "	150,000	$150,000
"	Monvan and Co. 901700	" "	100,000	$100,000
"	Monvan and Co. AC 903010	" "	"	$100,000
"	Monvan and Co. AC 972410	" "	250,000	$250,000

Offering Memorandum

REPORTS OF TRADES SUBMITTED ON FORM 20
UNDER THE SECURITIES ACT 1980

TRANSACTION DATE	PURCHASER	SECURITY	PRICE	AMOUNT
Oct. 31, 1984	Mutual Life Assurance Company of Canada, The	#BONANZA RESOURCES LTD. DEBENTURES	$603,000	$603,000
"	National Victoria and Grey Trust Company, The AC TE8740	" "	127,000	$127,000
"	National Victoria and Grey Trust Company, The AC TE 032672-000-003	" "	450,000	$450,000
"	National Victoria and Grey Trust Company, The Van E1524	" "	100,000	$100,000
"	National Victoria and Grey Trust Company, The	" "	400,000	$400,000
"	Nova, An Alberta Corporation Pension Plan	" "	100,000	$100,000
"	Ontario Municipal Employees Retirement Board	" "	8,000,000	$8,000,000
"	Provincial Treasurer of Alberta, The 32808	" "	1,200,000	$1,200,000
"	Royal Trust Corporation of Canada AC 772-568843	" "	350,000	$350,000
"	Royal Trust Corporation in Trust AC 492453	" "	200,000	$200,000
"	Vale and Co. AC 383350	" "	125,000	$125,000
"	Yorkshire Trust Company	" "	250,000	$250,000
"	Yorkshire Trust Company AC 20-4129578	" "	500,000	$500,000

Offering Memorandum

REPORTS OF TRADES SUBMITTED ON FORM 20
UNDER THE SECURITIES ACT 1980

TRANSACTION DATE	PURCHASER	SECURITY	PRICE	AMOUNT
Oct. 30, 1984	Canadian Gas & Energy Fund Ltd	CENTENNIAL MINERALS LTD. COMMON SHARES	$142,500	30,000 shares
"	Executive Holdings Limited	" "	237,500	50,000 shares
"	Gartmore Investments	" "	118,750	25,000 shares
"	Grievson Grant & Co.	" "	104,500	22,000 shares
"	M & G Investments Management Ltd.	" "	237,500	50,000 shares
"	N. M. Rothschild & Sons Ltd.	" "	104,500	22,000 shares
"	National Insurance, The and Guarantee Corp. PLC	" "	475,000	100,000 shares
"	National Victoria and Grey Trust Company, The Account TE 6953-000-004	" "	1,021,250	215,000 shares
"	Ornero Anstalt	" "	299,250	63,000 shares
Nov. 07, 1984	Ornero Anstalt	" "	475,000	100,000 shares
Oct. 30, 1984	Soditic S.A.	" "	285,000	60,000 shares
Nov. 07, 1984	Swiss Bank Corporation Geneva	" "	950,000	200,000 shares
Oct. 29, 1984	Daniels, John H.	CINEPLEX CORPORATION PREFERENCE SHARES	150,000	50,000 shares
"	Daniels, John H.	" "	"	50,000 "
"	Fingold, David	" "	"	50,000 "
"	Fingold, David	" "	"	50,000 "
"	Gottlieb, Myron I.	" "	300,000	100,000 shares

REPORTS OF TRADES SUBMITTED ON FORM 20
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TRANSACTION DATE	PURCHASER	SECURITY	PRICE	AMOUNT
Oct. 29, 1984	Gottlieb, Myron I.	CINEPLEX CORPORATION PREFERENCE SHARES	$300,000	100,000 shares
"	Kolber, Sandra	" "	240,000	80,000 shares
"	Kolber, Sandra	" "	"	80,000 "
"	Raymond, James	" "	"	80,000 "
"	Raymond, James	" "	"	80,000 "
"	Richer, Jack	" "	"	80,000 "
"	Richer, Jack	" "	"	80,000 "
"	Tanenbaum, Joseph M.	" "	130,000	60,000 shares
"	Tanenbaum, Joseph M.	" "	180,000	60,000 shares
Oct. 31, 1984	Ngan, Wai Tsang	CONESTOGA BRIDGE CAPITAL CORP. SPECIAL CLASS "R" SHARES	125,000	125 shares
Oct. 22, 1984	C.M.P. 1984 Mineral Partnership and Company, Limited	CONIAGAS MINES LIMITED, THE COMMON SHARES	354,525	56,724 shares
Sep. 28, 1984	Sam Sorbara Real Estate Inc.	DIRECTOR INDUSTRIAL PROPERTIES UNITS	240,000	200 units
Oct. 12, 1984	OPM Partnership, The	EQUITY CAPITAL INVESTMENTS LTD - CLASS B PREFERRED SHARES	815,000	32,600 shares
Sep. 01, 1984	McBurney, K. W.	FORWARD RESOURCES LTD. JUNIOR PREFERRED SHARES	107,500	10,000 shares
Jul. 13, 1984	Hollinger, Bryan	FORWARD RESOURCES LTD. - UNITS	215,000	2 units
Sep. 01, 1984	McBurney, K. W.	" "	107,500	1 units

REPORTS OF TRADES SUBMITTED ON FORM 20
UNDER THE SECURITIES ACT 1980

TRANSACTION DATE	PURCHASER	SECURITY	PRICE	AMOUNT
Sep. 28, 1984	Alsten Holdings Ltd.	GLUSKIN SHEFF FUND, THE - UNIT	$1,060,000	1 units
Oct. 18, 1984	C.M.P. 1984 Mineral Partnership and Company, Limited	GOLDEN KNIGHT RESOURCES INC. FLOW-THROUGH SHARES	500,000	138,889 shares
Oct. 01, 1984	TDC Technology Development Corporation	INTERMAGNETICS GENERAL CORPORATION - COMMON SHARES	250,000 US	2,500,000 shares
Oct. 01, 1985	TDC Technology Development Corporation	" "	250,000 US	2,500,000 shares
Oct. 01, 1986	TDC Technology Development Corporation	" "	250,000 US	2,500,000 shares
Oct. 26, 1984	Karnco Holdings Ltd.	L. A. VARAH LTD. COMMON SHARES	105,000	30,000 shares
Oct. 29, 1984	Paul, Joseph	MARLBOROUGH COURT I - UNITS	238,187	2 units
Nov. 01, 1984	United Lands Corporatiobn Limited	" "	118,300	1 units
Nov. 01, 1984	Disus Consulting Group Inc.	MCLEY SYSTEMS INC. CLASS "A" COMMON SHARES	50,000	100 shares
Nov. 02, 1984	Canada Trust Company, The Trustee for University of Regina Academic pension Plan	MIDDLEFIELD CAPITAL FUND UNITS	1,250,000	1,250 units
"	Co-operative Trust Company of Canada in trust for RPP	" "	250,000	250 units
"	Saskatchewan Co-operative Cerdit Society Limited	" "	"	250 "
Oct. 12, 1984	Equity Capital Investments Ltd.	NELMA INFORMATION INC. 9% CONVERTIBLE DEBENTURE DUE SEPTEMBER 30, 1989	675,000	$675,000

REPORTS OF TRADES SUBMITTED ON FORM 20
UNDER THE SECURITIES ACT 1980

TRANSACTION DATE	PURCHASER	SECURITY	PRICE	AMOUNT
Oct. 12, 1984	Equity Capital Investments Ltd.	NELMA INFORMATION INC. COMMON SHARES	$3,347,000	3,347,000 shares
Oct. 31, 1984	Sun Life Assurance Company of Canada	NORTHERN TELECOM LIMITED COMMON SHARES	253.174	5,070 shares
Nov. 06, 1984	Mutual Life Assurance Company of Canada	NORTHERN TELEPHONE LIMITED 13-3/4% SERIAL DEBENTURES, SERIES "M" DUE NOVEMBER 1, 1999	2,487,500	2,487,500
"	Sun Life Assurance Company of Canada	" "	3,482,500	3,482,500
Nov. 05, 1984	BGR Precious Metals Inc.	NUINSCO RESOURCES INC. COMMON SHARES	112,500	75,000 shares
"	New Venture Equities Ltd.	" "	"	75,000 "
Nov. 01, 1984	Association de bienfaisance et de retraite des Policiers de la Communaute Urbaine de Montreal	RT EUROPAC FUND - UNITS	499,946	45,244 units
Oct. 25, 1984	Alexander, Robert L.	TORONTO YORKVILLE HOTEL DEVELOPMENT PARTNERSHIP, THE UNITS	100,296	1 units
"	Belch, Thomas N.	" "	"	1 "
"	Boyd, Richard N.	" "	"	1 "
"	Burgman, G. William	" "	"	1 "
	Chatterjee, Kali S.	" "	"	1 "
"	Crane, Douglas J. P.	" "	"	1 "
"	Dakin, Edward B.	" "	"	1 "

REPORTS OF TRADES SUBMITTED ON FORM 20
UNDER THE SECURITIES ACT 1980

TRANSACTION DATE	PURCHASER	SECURITY	PRICE	AMOUNT
Oct. 25, 1984	Erlich, Harvey	TORONTO YORKVILLE HOTEL DEVELOPMENT PARTNERSHIP, THE UNITS	$100,296	1 units
"	Flaherty, Thomas H.	" "	"	1 "
"	Fleming, Robert P. S.	" "	"	1 "
"	Galipeau, Jocelyn F.	" "	200,592	2 units
"	Garner, Paul	" "	100,296	1 units
"	Gfeller, Kenneth F.	" "	"	1 "
"	Green, Michael	" "	"	1 "
"	Hakem, Michael A.	" "	"	1 "
"	Hakem, Ron T.	" "	"	1 "
"	Hillyard, David G.	" "	"	1 "
"	Joanes, J. Francis	" "	"	1 "
"	Knox, William H.	" "	"	1 "
"	Lee, John	" "	"	1 "
"	MacCon, Rory	" "	"	1 "
"	MacFadyen, Lennis R.	" "	"	1 "
"	Makerewich, Leonard A.	" "	"	1 "
"	McLean, Patrick R.	" "	"	1 "
"	McMullen, William	" "	"	1 "
"	O'Connor, Brendan	" "	"	1 "

REPORTS OF TRADES SUBMITTED ON FORM 20
UNDER THE SECURITIES ACT 1980

TRANSACTION DATE	PURCHASER	SECURITY	PRICE	AMOUNT
Oct. 25, 1984	Osborne, Gary	TORONTO YORKVILLE HOTEL DEVELOPMENT PARTNERSHIP, THE UNITS	$100,296	1 units
"	Patterson, David G.	" "	"	1 "
"	Pinto, Antonio J.	" "	"	1 "
"	Pinto, Ivete	" "	"	1 "
"	Prud'homme, Peter H.	" "	"	1 "
"	Ravinsky, Ely	" "	"	1 "
"	Roman, Raymond	" "	"	1 "
"	Rumball, W. James	" "	"	1 "
"	Schiewe, Robert R.	" "	"	1 "
"	Smith, Isidor J.	" "	200,592	2 units
"	Stubbins, Robert	" "	100,296	1 units
"	Tarmet, Tiiu	" "	200,592	2 units
"	Thompson, Benjamin	" "	100,296	1 units
"	Waddell, James	" "	"	1 "
"	Wolff, Meachem	" "	"	1 "
Nov. 01, 1984	Canada Life Assurance Company, The	TRANS-NORTHERN PIPELINES INC. 13% TERM NOTES, DUE OCTOBER 30, 1987	2,000,000	$2,000,000
"	Dominion Life Assurance Company, The	" "	$2,000,000	$2,000,000

REPORTS OF TRADES SUBMITTED ON FORM 20
UNDER THE SECURITIES ACT 1980

TRANSACTION DATE	PURCHASER	SECURITY	PRICE	AMOUNT
Nov. 01, 1984	Empire Life Insurance Company, The	TRANS-NORTHERN PIPELINES INC. 13% TERM NOTES, DUE OCTOBER 30, 1987	1,000,000	$1,000,000
"	Montreal Trust Company of Canada	" "	"	$1,000,000
"	Mutual Life Assurance Company of Canada, The	" "	4,000,000	$4,000,000
Nov. 01, 1984	London Life Insurance Compnay	TRANS-NORTHERN PIPELINES INC. 13.25% INSTALMENT NOTED, DUE OCTOBER 31, 1994	7,000,000	$7,000,000
"	Mutual Life Assurance Company of Canada, The	" "	3,000,000	$3,000,000

RESALE OF SECURITIES

FORM - 21

DATE OF RESALE	DATE OF ORIG PURCHASE	SELLER	SECURITY	PRICE	AMOUNT
Oct. 26, 1984	Nov. 25, 1982	Investors Growth Fund of Canada Ltd.	CANADIAN UTILITIES LIMITED CLASS A SHARES	$416,000	26,000 shares
Oct. 29, 1984	"	"	"	217,600	13,600 "
Oct. 30, 1984	"	"	"	27,200	1,700 "
Jul. 06, 1984	Nov. 25, 1981	Jaycar Investments Ltd.	GANE ENERGY CORPORATION LTD. COMMON SHARES	90,302	225,755 shares
Aug. 30, 1984	Jun. 27, 1983	National Victoria and Grey Trust Company, The	PEOPLES JEWELLERS LIMITED CLASS A SHARES	182,400	20,000 shares
Aug. 30, 1984	Jun. 27, 1983	National Victoria and Grey Trust Company, The	PEOPLES JEWELLERS LIMITED WARRANTS	5,250	$5,000

NOTICES OF EXEMPT FINANCINGS

NOTICE OF INTENTION TO DISTRIBUTE SECURITIES PURSUANT TO SUBSECTION 7 OF SECTION 71

SELLER	SECURITY	AMOUNT
Billes, Martha Gardiner	CANADIAN TIRE CORP., LTD. - CLASS A SHARES	56,800 shares
Crowborough Investments Limited	SPAR AEROSPACE LIMITED - SUBORDINATE VOTING SHARES	35,680 "
Estate Sam Steinberg	STEINBERG INC. - NON-VOTING CLASS "A" SHARES	53,300 "
Steinberg, Helen	" "	100,034 "

REPORT MADE UNDER SUBSECTION 5 OF SECTION 71 OF THE ACT WITH RESPECT TO OUTSTANDING SECURITIES OF A PRIVATE COMPANY THAT HAS CEASED TO BE A PRIVATE COMPANY

NAME OF COMPANY	DATE WHEN THE COMPANY CEASED TO BE A PRIVATE COMPANY
ARGENTEX RESOURCE EXPLORATION CORP.	JANUARY 16, 1984

CHAPTER 9

TAKE-OVER BIDS, ISSUER BIDS

9.1 TAKE-OVER BIDS, ISSUER BIDS

9.1.1 PONEY EXPLORATIONS LTD.

9.1.2 EQUUS PETROLEUM CORPORATION

9.1.3 ETHYL CORPORATION

TAKE-OVER BIDS, ISSUER BIDS

PONEY EXPLORATIONS LTD. #
(OFFEROR)

EQUUS PETROLEUM CORPORATION
(OFFEREE)

ISSUER BID

ETHYL CORPORATION

Share Exchange

CHAPTER 10

CONTINUOUS DISCLOSURE FILINGS

Public Documents Filed with the Ontario Securities Commission

ISSUER	TITLE
ABATERRA ENERGY LTD.	T.S.E. MATERIAL
ABITIBI-PRICE INC.	IFS 9 MN SE 30 84
ABITIBI-PRICE INC.	PRIVATE PLACEMENTS
ACKLANDS LTD.	CERTIF. OF MAILING
AGF HITECH FUND LIMITED	PROSPECTUS
AGF MONEY MARKET FUND	PROSPECTUS
AGRA INDUSTRIES LIMITED	PRESS RELEASE
AGRA INDUSTRIES LIMITED	T.S.E. MATERIAL
AHED CORPORATION	IFS 9 MN AG 31 84
AHED CORPORATION	LET. TO SHAREHOLDERS
AKAITCHO YELLOWKNIFE GOLD MINES LTD.	CERTIF. OF MAILING
ALCAN ALUMINIUM LIMITED	PRESS RELEASE
ALCAN ALUMINIUM LIMITED	PRESS RELEASE
ALCINA DEVELOPMENT CORPORATION	IFS 6 MN JE 30 84
ALUMINUM COMPANY OF CANADA LTD.	PRESS RELEASE
AMCA INTERNATIONAL LIMITED	IFS 9 MN SE 30 84
ARC INTERNATIONAL CORPORATION	CERTIF. OF MAILING
ARC INTERNATIONAL CORPORATION	SHRHLDRS. MTNG. MAT.
ASAMERA INC.	PRIVATE PLACEMENTS
ASTRAL BELLEVUE PATHE INC.	CERTIFIED INTERIMS,
AUPAN RED LAKE RESOURCES LTD.	PROSPECTUS
BANK OF BRITISH COLUMBIA	PRESS RELEASE
BANK OF BRITISH COLUMBIA	APPLICATION
BANK OF BRITISH COLUMBIA	T.S.E. MATERIAL
BANK OF MONTREAL	T.S.E. MATERIAL
BANKENO MINES LTD.	T.S.E. MATERIAL
BANKENO MINES LTD.	T.S.E. MATERIAL
BARRICK RESOURCES CORPORATION	T.S.E. MATERIAL
BAY MILLS LIMITED	ANNUAL REPORT
BAY MILLS LIMITED	SHRHLDRS. MTNG. MAT.
BAY TERRACE PARTNERSHIP	IFS 9 MN AG 31 84
BBC REALTY INVESTORS	FORM 27-MAT. CHANGE
BBC REALTY INVESTORS	PRESS RELEASE
BCI MANAGEMENT CORP.	CERTIF. OF MAILING
BCI MANAGEMENT CORP.	CERTIF. OF MAILING
BEAUTY COUNSELORS INTERNATIONAL INC.	T.S.E. MATERIAL
BEAUTY COUNSELORS INTERNATIONAL INC.	PRIVATE PLACEMENTS
BELL CANADA	PRESS RELEASE
BELL CANADA	PRESS RELEASE
BELL CANADA	PRESS RELEASE
BELL CANADA	APPENDICES TO PRO.
BELL CANADA	PROSPECTUS
BELVEDERE HEIGHTS APARTMENTS LIMITED	PARTNERS EXEMPTION A
BENTALL CAPITAL CORPORATION	PRELIM. PROSPECTUS
BLACK GALPER & HEESSELS POOLED PENSION	PRIVATE PLACEMENTS
BLACK RIVER RESOURCES INC.	IFS 3 MN AG 31 84
BLACKWOOD HODGE (CANADA) LIMITED	CHANGE DIRECTORS
BLAKE RESOURCES LTD.	T.S.E. MATERIAL

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Public Documents Filed with the Ontario Securities Commission

ISSUER	TITLE
BLYTHWOOD CONSOLIDATED RESOURCES LTD.	RULING/ORDER/REASONS
BOUNDARYVIEW PLACE LIMITED PARTNERSHIP	FORM 28-ANN. FILING
BP CANADA INC.	T.S.E. MATERIAL
BRENT GARDENS PARTNERSHIP	FORM 28-ANN. FILING
BRINCO 81 ENERGY PROGRAM	CERTIFIED INTERIMS,
BRINCO 81 ENERGY PROGRAM	CHANGE OF ADDRESS
BRITISH COLUMBIA PACKERS LIMITED	T.S.E. MATERIAL
BRITISH COLUMBIA PACKERS LIMITED	FORM 27-MAT. CHANGE
BRITISH COLUMBIA RESOURCES INVESTMENT	PRESS RELEASE
BRITISH COLUMBIA RESOURCES INVESTMENT	PRESS RELEASE
BRITISH COLUMBIA RESOURCES INVESTMENT	PRESS RELEASE
BRITISH COLUMBIA TELEPHONE COMPANY	IFS 9 MN SE 30 84
BRITISH TELECOMMUNICATIONS PLC	PRELIM. PROSPECTUS
BROOKE BOND INC.	T.S.E. MATERIAL
C&L SCIENTIFIC RESEARCH PARTNERSHIP	RULING/ORDER/REASONS
C&L SCIENTIFIC RESEARCH PARTNERSHIP	APPLICATION
CABLESHARE INC.	PRESS RELEASE
CABOT TRUST COMPANY	IFS 9 MN SE 30 84
CACHE D'OR RESOURCE INC.	CERTIF. OF MAILING
CAMBRIDGE VENTURE LTD.	PRIVATE PLACEMENTS
CAMPBELL RESOURCES INC.	SHRHLDRS. MTNG. MAT.
CAMPBELL SOUP COMPANY LTD.	ANNUAL REPORT
CAMPBELL SOUP COMPANY LTD.	LET. TO SHAREHOLDERS
CAMPBELL SOUP COMPANY LTD.	SHRHLDRS. MTNG. MAT.
CAMPEAU CORPORATION	RESULTS, 9 MONTHS TO
CAMPEAU CORPORATION	PRESS RELEASE
CAMPEAU CORPORATION	PRESS RELEASE
CANADA GEOTHERMAL OIL LIMITED	APPLICATION
CANADA GEOTHERMAL OIL LIMITED	A REPORT FROM GLEN W
CANADIAN CORPORATE MANAGEMENT COMPANY	CERTIF. OF MAILING
CANADIAN CURTISS-WRIGHT LIMITED	IFS 9 MN SE 30 84
CANADIAN FOREMOST LTD.	PRESS RELEASE
CANADIAN GAMES NETWORK INC., THE	AMENDED INTERIMS - 9
CANADIAN GENERAL ELECTRIC COMPANY	PRESS RELEASE
CANADIAN GENERAL INVESTMENTS LIMITED	IFS 9 MN SE 30 84
CANADIAN GENERAL INVESTMENTS LIMITED	CERTIF. OF MAILING
CANADIAN PROPERTY INVESTORS TRUST	SIGNED FIN. STMTS.,
CANADIAN TIRE CORPORATION LIMITED	PRESS RELEASE
CANADIAN TRUSTEED INCOME FUND	PROSPECTUS
CANADIAN UTILITIES LIMITED	PRESS RELEASE
CANADIAN WORLDWIDE ENERGY LIMITED	PRESS RELEASE
CANFOR CORPORATION	IFS 9 MN SE 30 84
CANFOR CORPORATION	PRESS RELEASE
CANOLAN RESOURCES LTD.	IFS 6 MN SE 30 84
CANOLAN RESOURCES LTD.	CERTIF. OF MAILING
CANRON INC.	PRESS RELEASE
CAROLIN MINES LTD.	T.S.E. MATERIAL
CARRIAGE LANE ESTATES	IFS 6 MN JE 30 84

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ISSUER	TITLE
CARRIAGE SMALL BUSINESS VENTURES	IFS 9 MN SE 30 84
CARRIAGE SMALL BUSINESS VENTURES	AMENDED INTERIMS, 9
CASTLEWOOD COURT LIMITED PARTNERSHIP	PROSPECTUS
CCL INDUSTRIES INC.	EXEMPT FIN. NOTICE
CCL INDUSTRIES INC.	CERTIF. OF MAILING
CENTRAL TRUST COMPANY	THIRD QUARTER RESULT
CENTRAL TRUST COMPANY	IFS 9 MN SE 30 84
CHANCE MINING AND EXPLORATION COMPANY	PRIVATE PLACEMENTS
CHESBAR RESOURCES INC.	IFS 9 MN SE 30 84
CHESBAR RESOURCES INC.	CERTIF. OF MAILING
CHIEFTAIN DEVELOPMENT CO. LTD.	PRESS RELEASE
CHIEFTAIN DEVELOPMENT CO. LTD.	PRESS RELEASE
CINEPLEX CORPORATION	PROSPECTUS
CLARENDON APARTMENTS (1963) LIMITED	RULING/ORDER/REASONS
CLARENDON APARTMENTS (1963) LIMITED	APPLICATION
COIN LAKE GOLD MINES LTD.	IFS 9 MN SE 30 84
COIN LAKE GOLD MINES LTD.	T.S.E. MATERIAL
COLOMA RESOURCES LIMITED	IFS 9 MN SE 30 84
COMINCO LTD.	IFS 9 MN SE 30 84
COMTECH GROUP INTERNATIONAL LIMITED	SHRHLDRS. MTNG. MAT.
CONSOLIDATED GASCOME OILS LTD.	IFS 9 MN AG 31 84
CONSOLIDATED GRANDVIEW INC.	AUD. ANN. FIN. STMT.
CONSOLIDATED MARCUS GOLD MINES LIMITED	IFS 9 MN SE 30 84
CONSOLIDATED NATURAL GAS COMPANY	IFS 6 MN JE 30 84
CONSOLIDATED NATURAL GAS COMPANY	10Q 6 MN JE 30 84
CONSOLIDATED OIL & GAS INC.	10Q 9 MN AG 31 84
CONTINENTAL BANK OF CANADA	RULING/ORDER/REASONS
CONTINENTAL BANK OF CANADA	APPLICATION
CONTINENTAL RESEARCH & DEVELOPMENT LTD.	RULING/ORDER/REASONS
CORPORATION FALCONBRIDGE COPPER	IFS 9 MN SE 30 84
CROWN LIFE INSURANCE COMPANY	ANNUAL INFO. FORM
CROWN LIFE INSURANCE COMPANY	PROSPECTUS
CZAR RESOURCES LTD.	PRESS RELEASE
CZAR RESOURCES LTD.	PRESS RELEASE
D.A. STUART OIL CO., LIMITED	SIGNED ANNUAL REPORT
D.A. STUART OIL CO., LIMITED	SHRHLDRS. MTNG. MAT.
D.H. HOWDEN & CO. LIMITED	IFS 9 MN SE 30 84
D.H. HOWDEN & CO. LIMITED	DIVIDEND NOTICE
DART & KRAFT INC.	PRESS RELEASE
DAVIDSON TISDALE MINES LIMITED	PRIVATE PLACEMENTS
DAVIDSON TISDALE MINES LIMITED	PRIVATE PLACEMENTS
DERRICK HILL ESTATES LIMITED PARTNERSHIP	PARTNERS' EXEMPTION
DOFASCO INC.	EXEMPT FIN. NOTICE
DOFASCO INC.	CERTIF. OF MAILING
DOMINION LIFE ASSURANCE CO.	RULING/ORDER/REASONS
DRUG TRADING COMPANY LIMITED	IFS 6 MN AG 31 84
DYLEX LIMITED	PRESS RELEASE
EATON BAY MONEY MARKET FUND	PRELIM. PROSPECTUS

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Public Documents Filed with the Ontario Securities Commission

ISSUER	TITLE
EMCO LIMITED	PRESS RELEASE
ENERGY & RESOURCES (CAM) LTD.	PRIVATE PLACEMENTS
EQUUS PETROLEUM CORP.	TAKEOVER/FORM 35
ERMINESKIN PLACE LIMITED PARTNERSHIP	PARTNERS' EXEMPTION
ERRINGTON GOLD EXPLORATION LTD.	RULING/ORDER/REASONS
ETHYL CORPORATION	10Q 9 MN SE 30 84
ETHYL CORPORATION	IFS 9 MN SE 30 84
FALCON POINT RESOURCES LTD.	IFS 6 MN AG 31 84
FALCONBRIDGE LIMITED	CERTIF. OF MAILING
FEDERAL INDUSTRIES LTD.	PRIVATE PLACEMENTS
FEDERAL PIONEER LIMITED	PRESS RELEASE
FIN RESOURCES INC.	AUD. ANN. FIN. STMT.
FIN RESOURCES INC.	FORM 28-ANN. FILING
FINCORP CAPITAL LTD.	CERTIF. OF MAILING
FIRAN CORPORATION	PRIVATE PLACEMENTS
FIRST CITY REALFUND	IFS 9 MN SE 15 84
FIRST MARATHON INC.	PRESS RELEASE
FLYING CROSS PETROLEUM CORP.	CHANGE OF AUDITORS
FMG TELECOMPUTER LTD.	PRESS RELEASE
FORD MOTOR COMPANY OF CANADA LTD.	PRESS RELEASE
FRUEHAUF CANADA INC.	IFS 9 MN SE 30 84
GANDALF TECHNOLOGIES INC.	ANNUAL REPORT
GANDALF TECHNOLOGIES INC.	SHRHLDRS. MTNG. MAT.
GARRISON CREEK CONSOLIDATED MINES	IFS 9 MN SE 30 84
GBC CAPITAL LTD.	APPLICATION
GEAC COMPUTER CORPORATION LIMITED	CHANGE DIRECTORS
GEAC COMPUTER CORPORATION LIMITED	PRESS RELEASE
GENERAL AMERICAN TECHNOLOGIES INC.	CERTIF. OF MAILING
GENSTAR CORPORATION	PRESS RELEASE
GENSTAR CORPORATION	PRESS RELEASE
GENSTAR CORPORATION	PRESS RELEASE
GENSTAR CORPORATION	PRELIM. PROSPECTUS
GEOCRUDE ENERGY INC.	PRESS RELEASE
GEOCRUDE ENERGY INC.	FORM 27-MAT. CHANGE
GEORGE WESTON LIMITED	DIVIDEND NOTICE
GIANT YELLOWKNIFE MINES LIMITED	CERTIF. OF MAILING
GIBRALTAR MINES LIMITED	IFS 9 MN SE 30 84
GLUSKIN SHEFF FUND, THE	PRIVATE PLACEMENTS
GOLDBELT MINES INC. (N.P.L.)	FORM 27-MAT. CHANGE
GOLDBELT MINES INC. (N.P.L.)	TAKEOVER/FORM 35
GOLDBELT MINES INC. (N.P.L.)	MERGER-AMALGAMATION
GOODYEAR CANADA INC.	PRESS RELEASE
GORDEX MINERALS LIMITED	IFS 6 MN AG 31 84
GORDEX MINERALS LIMITED	CERTIF. OF MAILING
GOWGANDA RESOURCES INC.	IFS 9 MN SE 30 84
GOWGANDA RESOURCES INC.	PRESS RELEASE
GRANGES EXPLORATION LTD.	T.S.E. MATERIAL
GRANITE CAPITAL DEVELOPMENT CORPORATION	RULING/ORDER/REASONS

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ISSUER	TITLE
GRANITE CAPITAL DEVELOPMENT CORPORATION	APPLICATION
GREAT LAKES FOREST PRODUCTS LIMITED	IFS 9 MN SE 30 84
GREAT LAKES NICKEL LTD.	IFS 9 MN SE 30 84
GREAT WEST LIFE ASSURANCE COMPANY, THE	IFS 9 MN SE 30 84
GREAT WEST LIFE ASSURANCE COMPANY, THE	PRESS RELEASE
GREEK-CANADIAN MINES LIMITED	ANNUAL REPORT
GREEK-CANADIAN MINES LIMITED	SHRHLDRS. MTNG. MAT.
GREEN DIAMOND OIL CORPORATION	PRINTED I.F.S., 9 MO
GREY GOOSE CORPORATION LIMITED	DIVIDEND NOTICE
GSW INC.	PRESS RELEASE
GTE CORPORATION	INDENTURE BETWEEN GT
GUARDIAN CANADIAN FUND	THIRD QUARTER REPORT
GUARDIAN ENTERPRISE FUND OF CANADA	THIRD QUARTER REPORT
GUARDIAN GROWTH FUND LIMITED	THIRD QUARTER REPORT
GUARDIAN NORTH AMERICAN FUND	THIRD QUARTER REPORT
GUARDIAN SHORT TERM MONEY FUND	THIRD QUARTER REPORT
GUARDIAN WORLD EQUITY FUND	THIRD QUARTER REPORT
GULF OIL CORPORATION	IFS 9 MN SE 30 84
H.O. FINANCIAL LTD.	REPORT TO SHAREHOLDE
HALE RESOURCES LIMITED	IFS 9 MN AG 31 84
HALIFAX DEVELOPMENTS LIMITED	PRESS RELEASE
HAVELOCK ENERGY & RESOURCES INC.	IFS 9 MN SE 30 84
HAVELOCK ENERGY & RESOURCES INC.	CERTIF. OF MAILING
HAWKER SIDDELEY CANADA INC.	PRESS RELEASE
HAYES-DANA INC.	RULING/ORDER/REASONS
HEADWAY PROP. INV. 77-IV	IFS 9 MN SE 30 84
HEES INTERNATIONAL CORPORATION	PRESS RELEASE
HEES INTERNATIONAL CORPORATION	PRIVATE PLACEMENTS
HELIX CIRCUITS INC.	PRESS RELEASE
HERITAGE, THE	PRIVATE PLACEMENTS
HIRAM WALKER RESOURCES LTD.	T.S.E. MATERIAL
HIRAM WALKER RESOURCES LTD.	LETTER OF TRANSMITTA
HUDSON BAY MINING AND SMELTING CO.,	PRESS RELEASE
HUGHES TOOL COMPANY	IFS 9 MN SE 30 84
HUGHES TOOL COMPANY	PRESS RELEASE
HUSKY OIL LTD.	PRESS RELEASE
HYDRA EXPLORATIONS LIMITED	PRIVATE PLACEMENTS
IMPERIAL LIFE ASSURANCE COMPANY OF	IFS 9 MN SE 30 84
IMPERIAL OIL LIMITED	IFS 9 MN SE 30 84
IMPERIAL OIL LIMITED	SHAREHOLDER QUESTION
INDEPENDENT MINING CORPORATION LIMITED	IFS 9 MN SE 30 84
INDUSTRIAL AMERICAN FUND	PROSPECTUS
INDUSTRIAL AMERICAN FUND	APPENDICES TO PRO.
INDUSTRIAL GROWTH FUND	APPENDICES TO PRO.
INDUSTRIAL GROWTH FUND	PROSPECTUS
INDUSTRIAL INCOME FUND	STATEMENT OF PORTFOL
INDUSTRIAL PENSION FUND	PROSPECTUS
INDUSTRIAL PENSION FUND	APPENDICES TO PRO.

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INEXCO OIL COMPANY	10Q 9 MN SE 30 84
INLAND NATURAL GAS CO. LTD.	CERTIF. OF MAILING
INSPIRATION RESOURCES CORPORATION	PRIVATE PLACEMENTS
INTERMAGNETICS GENERAL CORPORATION	PRIVATE PLACEMENTS
INTERPROVINCIAL PIPE LINE (NW) LTD.	PROSPECTUS
INVERNESS PETROLEUM LTD.	CERTIFIED ANNUAL REP
INVERNESS PETROLEUM LTD.	SHRHLDRS. MTNG. MAT.
IPSCO INC.	PRESS RELEASE
IPSCO INC.	PRESS RELEASE
IRWIN TOY LIMITED	PRESS RELEASE
JAMIE FRONTIER RESOURCES INC.	IFS 36 WK SE 30 84
JAMIE FRONTIER RESOURCES INC.	CERTIF. OF MAILING
JOHNSON MATTHEY PUBLIC LIMITED COMPANY	PRESS RELEASE
K-TEL INTERNATIONAL, INC.	FORM 8 AND AMENDMENT
KANATA GENESIS FUND LTD.	ANNUAL REPORT
KANATA GENESIS FUND LTD.	PROSPECTUS
KAPUSKASING RESOURCES LTD.	IFS 6 MN AG 31 84
KAPUSKASING RESOURCES LTD.	CERTIF. OF MAILING
KEEPRITE INC.	IFS 9 MN SE 30 84
KERR ADDISON MINES LIMITED	IFS 9 MN SE 30 84
KERR ADDISON MINES LIMITED	CHANGE DIRECTORS
KERR ADDISON MINES LIMITED	PRESS RELEASE
KEYSTONE BLUE CHIP FUND SERIES S-1	ANNUAL REPORT
KIENA GOLD MINES LIMITED	IFS 9 MN OC 31 84
KREMZAR GOLD MINES LIMITED	FORM 27-MAT. CHANGE
LA SOCIETE EN COMMANDITE AIGUEBELLE 1982	RULING/ORDER/REASONS
LA SOCIETE EN COMMANDITE AIGUEBELLE 1982	APPLICATION
LAFARGE CORPORATION	PRESS RELEASE
LAFARGE CORPORATION	PRESS RELEASE
LAFARGE CORPORATION	PRESS RELEASE
LAFARGE CORPORATION	PRESS RELEASE
LAFARGE CORPORATION	T.S.E. MATERIAL
LAIDLAW TRANSPORTATION LIMITED	FINANCIAL RESULTS, Y
LAIDLAW TRANSPORTATION LIMITED	PRESS RELEASE
LAKE MINE RESOURCES INC.	CERTIF. OF MAILING
LAKE SHORE MINES LIMITED	DIVIDEND NOTICE
LANDMARK GROWTH FUND LIMITED	IFS 2 MN FE 29 84
LEIGH INSTRUMENTS LIMITED	PRIVATE PLACEMENTS
LITTLE LONG LAC GOLD MINES LIMITED	DIVIDEND NOTICE
LOBLAW COMPANIES LIMITED	DIVIDEND NOTICE
LONDON SILVER CORPORATION	QUARTERLY REPORT, B.
LOUISIANA LAND AND EXPLORATION COMPANY,	FORM 8-K DATED OCTOB
LYNX-CANADA EXPLORATIONS LTD.	FORM 27-MAT. CHANGE
MACKENZIE EQUITY FUND	PROSPECTUS
MACKENZIE EQUITY FUND	APPENDICES TO PRO.
MACLEAN HUNTER LIMITED	IFS 9 MN SE 30 84
MACLEAN HUNTER LIMITED	CERTIF. OF MAILING
MACLEAN HUNTER LIMITED	PRESS RELEASE

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MACLEAN HUNTER LIMITED	EXEMPT FIN. NOTICE
MACLEOD-STEDMAN INC.	PRIVATE PLACEMENTS
MAGNA INTERNATIONAL INC.	DIVIDEND NOTICE
MAGNACON MINES & OILS LIMITED	RULING/ORDER/REASONS
MAJESTIC CONTRACTORS LIMITED	PRESS RELEASE
MAJOR HOLDINGS & DEVELOPMENTS LIMITED	ARTICLES OF DISSOLUT
MANNVILLE OIL & GAS LTD.	T.S.E. MATERIAL
MAPLE LEAF GARDENS, LIMITED	IFS 3 MN AG 31 84
MARITIME TELEGRAPH & TELEPHONE CO. LTD.	PRESS RELEASE
MARLEN UNIVEST INC.	IFS 9 MN SE 30 84
MARSHALL MINERALS CORP.	IFS 6 MN AG 31 84
MATE YELLOWKNIFE GOLD MINES LIMITED	CERTIF. OF MAILING
MATT BERRY MINES LTD.	IFS 6 MN SE 30 84
MAYOTTE PROPERTY INVESTMENTS	IFS 9 MN SE 30 84
MCGRAW-HILL RYERSON LIMITED	IFS 9 MN SE 30 84
MCGRAW-HILL RYERSON LIMITED	PRESS RELEASE
MCGRAW-HILL RYERSON LIMITED	PRESS RELEASE
MCLEY SYSTEMS INC.	PRIVATE PLACEMENTS
MDS HEALTH GROUP LTD.	EXEMPT FIN. NOTICE
MELCOR DEVELOPMENTS LTD.	PRESS RELEASE
MERCATOR RESOURCE CORPORATION	PRIVATE PLACEMENTS
MERGED MINING ENTERPRISES LIMITED	IFS 9 MN SE 30 84
MESTON LAKE RESOURCES INC.	FORM 27-MAT. CHANGE
METINA DEVELOPMENTS INC.	IFS 9 MN SE 30 84
MEXTOR MINERALS LIMITED	IFS 9 MN SE 30 84
MIDLAND DOHERTY FINANCIAL CORPORATION	PRESS RELEASE
MINORCO CANADA LIMITED	CHANGE DIRECTORS
MIRADO NICKEL MINES LIMITED	IFS 9 MN SE 30 84
MIT 84-5	PRELIM. PROSPECTUS
MIT 84-6	PRELIM. PROSPECTUS
MITEL CORPORATION	PRESS RELEASE
MITEL CORPORATION	PRESS RELEASE
MONENCO LIMITED	T.S.E. MATERIAL
MONETA PORCUPINE RESOURCES LIMITED	SHRHLDRS. MTNG. MAT.
MONTREAL TRUST COMPANY	IFS 9 MN SE 30 84
MONTREAL TRUST COMPANY	IFS 6 MN JE 30 84
MOORE CORPORATION LIMITED	PRESS RELEASE
MORGAN TRUSTCO INC.	CHANGE DIRECTORS
MOUNT KENO MINES LIMITED	IFS 9 MN SE 30 84
MURPHY OIL COMPANY LTD.	PRESS RELEASE
MUSCOCHO EXPLORATION LIMITED	PRESS RELEASE
MUSCOCHO EXPLORATION LIMITED	PRESS RELEASE
N.L. INDUSTRIES	DIVIDEND NOTICE
NABISCO BRANDS LTD.	DIVIDEND NOTICE
NABU NETWORK CORPORATION	PRESS RELEASE
NATIONAL SEA PRODUCTS LIMITED	PRESS RELEASE
NATIONAL SEA PRODUCTS LIMITED	PRESS RELEASE
NATIONAL VICTORIA AND GREY TRUST COMPANY	DELISTING OF COMMON

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NATIONAL VICTORIA AND GREY TRUST COMPANY	PRESS RELEASE
NATIONAL VICTORIA AND GREY TRUST COMPANY	PRESS RELEASE
NATIONAL VICTORIA AND GREY TRUSTCO	DELISTING OF COMMON
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NB COOK CORPORATION LTD.	SHRHLDRS. MTNG. MAT.
NEVASCO CORPORATION	IFS 9 MN SE 30 84
NEW BEGINNINGS RESOURCES INC.	TAKEOVER/FORM 35
NEW BIDLAMAQUE GOLD MINES LTD.	IFS 9 MN SE 30 84
NEWFOUNDLAND CAPITAL CORPORATION LIMITED	PRESS RELEASE
NICKEL OFFSETS LIMITED	CERTIF. OF MAILING
NOKE, JOHN J.	RULING/ORDER/REASONS
NOR-ACME GOLD MINES LIMITED	AUD. ANN. FIN. STMT.
NOR-ACME GOLD MINES LIMITED	IFS 3 MN AG 31 84
NORBASKA MINES LIMITED	FORM 28-ANN. FILING
NORCEN ENERGY RESOURCES LIMITED	PRESS RELEASE
NORDAIR LTD.	IFS 9 MN SE 30 84
NORTHGATE EXPLORATION LIMITED	PRIVATE PLACEMENTS
NORTHLAND OILS LIMITED	ANNUAL REPORT
NORTHLAND OILS LIMITED	IFS 3 MN AG 31 84
NORTHLAND OILS LIMITED	SHRHLDRS. MTNG. MAT.
NORTHUMBERLAND MINES LIMITED	AUD. ANN. FIN. STMT.
NORTHUMBERLAND MINES LIMITED	IFS 3 MN AG 31 84
NORTHUMBERLAND MINES LIMITED	FORM 27-MAT. CHANGE
NORTHUMBERLAND MINES LIMITED	SHRHLDRS. MTNG. MAT.
NORTHWEST SPORTS ENTERPRISES LTD.	ANNUAL REPORT
NOVA, AN ALBERTA CORPORATION	PRESS RELEASE
NT MONTHLY PAYMENT PORTFOLIO - SERIES I	PRELIM. PROSPECTUS
NU-WEST GROUP LIMITED	PRESS RELEASE
NU-WEST GROUP LIMITED	PRESS RELEASE
NU-WEST GROUP LIMITED	PRESS RELEASE
OAKWOOD PETROLEUMS LTD.	PRESS RELEASE
OMEGA HYDROCARBONS LTD.	PRESS RELEASE
OMEGA HYDROCARBONS LTD.	PRESS RELEASE
OMNIBUS COMPUTER GRAPHICS INC.	T.S.E. MATERIAL
ONYX PETROLEUM EXPLORATION COMPANY	RESULTS, 9 MONTHS TO
ONYX PETROLEUM EXPLORATION COMPANY	PRESS RELEASE
OPIMIAN CALIFORNIA VINEYARDS	IFS 9 MN AG 31 84
OSHAWA GROUP LIMITED, THE	T.S.E. MATERIAL
PACIFIC WESTERN AIRLINES CORPORATION	T.S.E. MATERIAL
PAGE PETROLEUM LTD.	PRESS RELEASE
PAGE PETROLEUM LTD.	PRESS RELEASE
PALOMA PETROLEUM LTD.	T.S.E. MATERIAL
PAN AMERICAN ENERGY CORP.	ANNUAL REPORT
PANCANADIAN PETROLEUM LTD.	IFS 9 MN SE 30 84
PANCANADIAN PETROLEUM LTD.	IFS 9 MN SE 30 84
PANCANADIAN PETROLEUM LTD.	PRESS RELEASE
PATHFINDER FINANCIAL CORPORATION	RULING/ORDER/REASONS
PATHFINDER FINANCIAL CORPORATION	APPLICATION

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PEERLESS CARPET CORPORATION	IFS 6 MN AG 25 84
PEERLESS CARPET CORPORATION	SHRHLDRS. MTNG. MAT.
PEGA CAPITAL RESOURCES LTD.	SHAREHOLDERS' APPROV
PERREX RESOURCES INC.	CERTIF. OF MAILING
PETROMET RESOURCES LIMITED	FORM 27-MAT. CHANGE
PHOTO ENGRAVERS & ELECTROTYPERS LTD.	IFS 9 MN SE 30 84
PHOTO ENGRAVERS & ELECTROTYPERS LTD.	INTERIM FINANCIAL RE
PONEY EXPLORATIONS LTD.	TAKEOVER/FORM 35
PORTFIELD INDUSTRIES INCORPORATED	CHANGE OF AUDITORS
POWER CORPORATION OF CANADA	9 MONTH EARNINGS - S
POWER CORPORATION OF CANADA	DIVIDEND NOTICE
POWER CORPORATION OF CANADA	PRESS RELEASE
POWER FINANCIAL CORPORATION	IFS 3 MN SE 30 84
POWER FINANCIAL CORPORATION	PRESS RELEASE
PRECAMBRIAN SHIELD RESOURCES LIMITED	PRESS RELEASE
PRECAMBRIAN SHIELD RESOURCES LIMITED	PRIVATE PLACEMENTS
PRINCIPAL NEO-TECH INC.	T.S.E. MATERIAL
PROBE MINES LIMITED	SHRHLDRS. MTNG. MAT.
PUISSANCE CORPORATION	PRESS RELEASE
QUAKER OATS COMPANY ,THE	1ST QTR. EARNINGS FI
QUAKER OATS COMPANY ,THE	PRESS RELEASE
QUEBEC STURGEON RIVER MINES LIMITED	PRIVATE PLACEMENTS
QUINTERRA RESOURCES INC.	IFS 6 MN AG 31 84
R.L.CRAIN INC.	PRESS RELEASE
RANCHMEN'S RESOURCES (1976) LTD.	PRESS RELEASE
RANGER OIL LIMITED	T.S.E. MATERIAL
RANK ORGANISATION PLC, THE	T.S.E. MATERIAL
RED ROCKET EXPLORATION INC.	CERTIF. OF MAILING
RED ROCKET EXPLORATION INC.	CERTIF. OF MAILING
REDPATH INDUSTRIES LIMITED	PRESS RELEASE
REDPATH INDUSTRIES LIMITED	PRESS RELEASE
REDPATH INDUSTRIES LIMITED	FORM 27-MAT. CHANGE
REDRUTH GOLD MINES LIMITED	IFS 9 MN SE 30 84
RESOURCE FUND INTERNATIONAL LTD.	SIGNED ANNUAL REPORT
RESOURCE FUND INTERNATIONAL LTD.	IFS 3 MN SE 30 84
RIO ALGOM LIMITED	DIVIDEND NOTICE
RIO ALTO EXPLORATION LTD.	PRIVATE PLACEMENTS
RIVER PARK ESTATES PARTNERSHIP	ADJOURNED ANNUAL MEE
RIVERSIDE YARNS LIMITED	LET. TO SHAREHOLDERS
ROGERS CABLESYSTEMS INC.	PRIVATE PLACEMENTS
ROYAL TRUST COMPANY MORTGAGE CORPORATION	IFS 9 MN SE 30 84
ROYAL TRUSTCO LIMITED	PRESS RELEASE
ROYAL TRUSTCO LIMITED	PRESS RELEASE
SANDY CAY RESOURCES INC.	FORM 27-MAT. CHANGE
SANRETA OIL AND GAS RESOURCES LTD.	IFS 6 MN AG 31 84
SANRETA OIL AND GAS RESOURCES LTD.	CERTIF. OF MAILING
SASKO OIL AND GAS LIMITED	T.S.E. MATERIAL
SCARBORO RESOURCES LIMITED	IFS 9 MN AG 31 84

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ISSUER	TITLE
SCEPTRE RESOURCES LIMITED	PRESS RELEASE
SCOTT PAPER LIMITED	IFS 9 MN SE 29 84
SEABRIGHT RESOURCES INC.	APPLICATION
SEABRIGHT RESOURCES INC.	RULING/ORDER/REASONS
SEAGRAM COMPANY LTD.	FORM 8-K, DATED OCT.
SEARS CANADA INC.	CHANGE DIRECTORS
SED RESEARCH LIMITED	RULING/ORDER/REASONS
SED SYSTEMS INC.	RULING/ORDER/REASONS
SED SYSTEMS INC.	APPLICATION
SED SYSTEMS INC.	APPLICATION
SEMI-TECH MICROELECTRONICS CORPORATION	PRIVATE PLACEMENTS
SHELDON-LARDER MINES LIMITED	IFS 9 MN SE 30 84
SHEPHERD PRODUCTS LIMITED	ANNUAL REPORT
SHEPHERD PRODUCTS LIMITED	SHRHLDRS. MTNG. MAT.
SHERRITT GORDON MINES LIMITED	IFS 9 MN SE 30 84
SHERRITT GORDON MINES LIMITED	PRESS RELEASE
SHERRITT GORDON MINES LIMITED	PRIVATE PLACEMENTS
SIENNA RESOURCES LIMITED	IFS 3 MN AG 31 84
SILTRONICS LTD.	SHRHLDRS. MTNG. MAT.
SILVER LAKE RESOURCES INC.	CHANGE DIRECTORS
SILVER LAKE RESOURCES INC.	CHANGE DIRECTORS
SILVER LAKE RESOURCES INC.	T.S.E. MATERIAL
SILVERSIDE RESOURCES INC.	PRIVATE PLACEMENTS
SLATER STEELS CORPORATION	PRESS RELEASE
SLATER STEELS CORPORATION	DIVIDEND NOTICE
SORREL RESOURCES LTD.	PRESS RELEASE
SOUTHAM INC.	IFS 9 MN SE 30 84
SOUTHLAND TOWER 1 LIMITED PARTNERSHIP	C.T.O., MANITOBA SEC
SPAR AEROSPACE LIMITED	PRESS RELEASE
SPAR AEROSPACE LIMITED	EXEMPT FIN. NOTICE
SPAR AEROSPACE LIMITED	EXEMPT FIN. NOTICE
SPARTON RESOURCES INC.	FORM 27-MAT. CHANGE
ST. ANDREW GOLDFIELDS LTD.	PRIVATE PLACEMENTS
STAKE TECHNOLOGY LTD.	APPLICATION
STANDARD TRUSTCO LIMITED	THIRD QUARTER RESULT
STANDARD TRUSTCO LIMITED	PRESS RELEASE
STANDARD TRUSTCO LIMITED	EXEMPT FIN. NOTICE
STANFORD RESOURCES LIMITED	PRESS RELEASE
STARRATT NICKEL MINES LIMITED	IFS 9 MN SE 30 84
STATES EXPLORATION LTD.	T.S.E. MATERIAL
STATES EXPLORATION LTD.	T.S.E. MATERIAL
STEINBERG INC.	CERTIF. OF MAILING
STEINBERG INC.	T.S.E. MATERIAL
STELCO INC.	PRESS RELEASE
STELCO INC.	FORM 27-MAT. CHANGE
STRATAS CORPORATION LTD., THE	PRIVATE PLACEMENTS
STRATHCONA RESOURCE INDUSTRIES LTD.	IFS 9 MN AG 31 84
SUMACH RESOURCES INC.	FORM 27-MAT. CHANGE

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SUMMIT 2-B LIMITED PARTNERSHIP, THE	IFS 6 MN JE 30 84
SUMMIT LIMITED PARTNERSHIP	IFS 6 MN JE 30 84
SURPASS CHEMICALS LIMITED	IFS 9 MN AG 31 84
SYDNEY DEVELOPMENT CORPORATION	PRESS RELEASE
SYSTEMHOUSE LTD.	EXEMPT FIN. NOTICE
T-B SYNDICATE	PRIVATE PLACEMENTS
TANGLEWOOD CONSOLIDATED RESOURCES INC.	PRESS RELEASE
TEDDY BEAR VALLEY MINES LIMITED	MERGER-AMALGAMATION
TEESHIN RESOURCES LTD.	FORM 27-MAT. CHANGE
TEESHIN RESOURCES LTD.	FORM 27-MAT. CHANGE
TEESHIN RESOURCES LTD.	PRIVATE PLACEMENTS
TELEDYNE CANADA, LIMITED	IFS 9 MN SE 30 84
TEMPLE EXPLORATIONS INC.	CERTIF. OF MAILING
TERRA MINES LTD.	IFS 9 MN SE 30 84
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TERRA MINES LTD.	PRESS RELEASE
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TERRY GOLD EXPLORATIONS INC.	CERTIF. OF MAILING
TEX-U.S. OIL AND GAS INC.	PROSPECTUS
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THIRD CANADIAN GENERAL INVESTMENT TRUST	IFS 9 MN SE 30 84
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THOMAS NATIONWIDE TRANSPORT LIMITED	DIVIDEND NOTICE
THOMPSON-LUNDMARK GOLD MINES LIMITED	T.S.E. MATERIAL
THOMSON NEWSPAPERS LIMITED	PRESS RELEASE
THORCO GOLD FINDERS INC.	T.S.E. MATERIAL
TOMBILL MINES LIMITED	CHANGE DIRECTORS
TORONTO-DOMINION CENTRE LIMITED	IFS 6 MN AG 31 84
TORSTAR CORPORATION	IFS 9 MN SE 30 84
TOTAL PETROLEUM (NORTH AMERICA) LTD.	PRESS RELEASE
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TRANS MOUNTAIN PIPE LINE COMPANY LIMITED	PRESS RELEASE
TRANSALTA UTILITIES CORPORATION	PRESS RELEASE
TRANSALTA UTILITIES CORPORATION	PRESS RELEASE
TRANSALTA UTILITIES CORPORATION	T.S.E. MATERIAL
TRANSCANADA PIPELINES LIMITED	IFS 9 MN SE 30 84
TRANSCONTINENTAL RESOURCES LIMITED	ANNUAL REPORT
TRANSCONTINENTAL RESOURCES LIMITED	SHRHLDRS. MTNG. MAT.
TREASURE VALLEY EXPLORATIONS LTD.	LET. TO SHAREHOLDERS
TRINITY RESOURCES LTD.	PRESS RELEASE
TRIPLE CROWN ELECTRONICS INC.	T.S.E. MATERIAL
TRIZEC CORPORATION LTD.	EXTENSION OF LOANS T
TRIZEC CORPORATION LTD.	EXEMPT FIN. NOTICE
TRIZEC CORPORATION LTD.	EXEMPT FIN. NOTICE
TUDOR ENERGY CORPORATION LTD.	ANNUAL REPORT
TYRANITE MINES, LIMITED	IFS 9 MN SE 30 84

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UAP INC.	PRESS RELEASE
UNICORP CANADA CORPORATION	PRESS RELEASE
UNION GAS LIMITED	PRESS RELEASE
UNION GAS LIMITED	PRESS RELEASE
UNION GAS LIMITED	PRESS RELEASE
UNION GAS LIMITED	CERTIF. OF MAILING
UNION GAS LIMITED	PRIVATE PLACEMENTS
UNION GAS LIMITED	PRIVATE PLACEMENTS
UNITED CANSO OIL & GAS LTD.	PRESS RELEASE
UNITED REEF PETROLEUMS LIMITED	IFS 9 MN AG 31 84
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UNIVERSAL SAVINGS JAPAN FUND	PROSPECTUS
VID-TEL MEDIA CORPORATION	RESIGNATION OF TRANS
VTL VENTURE EQUITIES LTD.	PRESS RELEASE
WAINOCO OIL CORPORATION	PRESS RELEASE
WARNACO OF CANADA LIMITED	CERTIF. OF MAILING
WARREN EXPLORATIONS LIMITED	T.S.E. MATERIAL
WARREN EXPLORATIONS LIMITED	T.S.E. MATERIAL
WATSON LAKE MINES LIMITED	IFS 9 MN SE 30 84
WATSON LAKE MINES LIMITED	CERTIF. OF MAILING
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WCI CANADA LIMITED	APPLICATION
WEBBWOOD MOBILE HOME ESTATES LIMITED	AUD. ANN. FIN. STMT.
WESTAR MINING LTD.	PRESS RELEASE
WESTERN CAPITAL TRUST COMPANY	APPLICATION
WESTFIELD MINERALS LIMITED	PRESS RELEASE
WESTINGHOUSE CANADA INC.	IFS 9 MN SE 30 84
WESTINGHOUSE CANADA INC.	CERTIF. OF MAILING
WESTMIN RESOURCES LIMITED	PRESS RELEASE
WESTMIN RESOURCES LIMITED	PRESS RELEASE
WHARF RESOURCES LTD.	PRESS RELEASE
WHARF RESOURCES LTD.	FORM 27-MAT. CHANGE
WHARF RESOURCES LTD.	FORM 27-MAT. CHANGE
WHITE STAR COPPER MINES LIMITED	SHRHLDRS. MTNG. MAT.
WHITEHALL PARTNERSHIP	PRIVATE PLACEMENTS
WHONNOCK INDUSTRIES LIMITED	PRESS RELEASE
WILANOUR RESOURCES LIMITED	T.S.E. MATERIAL
WIX INC.	T.S.E. MATERIAL
WIX INC.	RULING/ORDER/REASONS
WOOD-CROESUS GOLD MINES LIMITED	IFS 9 MN SE 30 84
WRIGHT-HARGREAVES MINES LIMITED	PRESS RELEASE
WYNDHAM ESTATES LIMITED PARTNERSHIP	PRIVATE PLACEMENTS
WYNDHAM ESTATES LIMITED PARTNERSHIP	OFFERING MEMORANDUM
XEROX CANADA INC.	PRESS RELEASE
XEROX CANADA INC.	PRESS RELEASE
YOUNG-DAVIDSON MINES LIMITED	IFS 9 MN SE 30 84

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CHAPTER 11

NEW ISSUE AND SECONDARY FINANCING

11.1 FINAL RECEIPTS ISSUED

11.1.1 MISSISSAUGA TEACHERS' RETIREMENT VILLAGE LIMITED PARTNERSHIP

Mississauga Teachers' Retirement Village Limited Partnership

Final Receipt issued November 7, 1984 for a prospectus dated November 6, 1984 offering 2,950 Units at $1,000 per Unit with a minimum subscription of 5 Units to provide proceeds to the Partnership of $2,950,000 before deduction expenses of issue.

Promoter: Mastercraft Development Corporation

11.1.2 COVINGTON SPRINGS EXPLORATIONS INC.

Covington Springs Explorations Inc.

Final receipt issued November 8, 1984 for a prospectus dated November 6, 1984 filed by Covington Springs Explorations Inc. qualifying for distribution in Ontario 650,000 common shares at $1.40 per share to provide net proceeds to the Corporation of $455,000 before deducting expenses of issue.

There will also be a secondary offering of 323,215 common shares none of the proceeds of which will accrue to the benefit of the Corportion.

Promoter: Lynnfrank Holdings Inc.
Underwriter: Trend Capital Services Inc.

11.1.3 FCA INTERNATIONAL LTD.

FCA International Ltd.

Receipt issued on November 8, 1984 for final prospectus dated November 7, 1984 qualifying 650,000 common shares to be offered at $18.00 per share to net the Corporation $11,115,000.

Underwriters: Dominion Securities Pitfield Limited
Richardson Greenshields of Canada Limited

11.1.4 MUNICIPAL FINANCIAL CORPORATION

Municipal Financial Corporation

Final receipt issued November 8, 1984 for a prospectus dated November 8, 1984 filed by Municipal Financial Corporation qualifying for sale in Ontario 600,000 units, each unit consisting of one Series A Preference Share, one-half of a Preference Share Purchase Warrant and one-half of a Common Share Purchase Warrant, at $10 per unit to yield 10%. Net proceeds to the Company will be $5,640,000 before deducting expenses of issue.

Underwriter: Walwyn Stodgell Cochran Murray Limited

11.1.5 COURTS OF ST. JAMES PHASE I 1984 LIMITED PARTNERSHIP

Courts of St. James Phase I 1984 Limited Patnership

Final receipt dated November 13, 1984 for a prospectus dated November 9, 1984 qualifying for sale 325 limited partnership units at $12,000 per unit with a minimum subscription of 1 unit. Net proceeds to the partnership after commission is $3,432,000.

Promoter: Lakeview Development Ltd.
Agent: Lakeview Securities Inc.

11.2 FINAL RECEIPTS ISSUED - SHORT FORM PROSPECTUS

11.2.1 GENSTAR CORPORATION

Genstar Corporation

Final receipt issued November 8, 1984 for a short form prospectus dated November 8, 1984 offering 4,000,000 Series E $2.375 Cumulative Redeemable Retractable Second Preferred Shares at $25 per share, to yield the company $97,000,000 before deducting the expenses of the offering.

Underwriters: Dominion Securities Pitfield Limited
Wood Gundy Inc.

11.3 RIGHTS OFFERING ACCEPTED

11.3.1 TRANSPACIFIC RESOURCES INC.

Transpacific Resources Inc.

Material acceptable to the Commission was filed on November 9, 1984 pursuant to sections 34(1)(14) and 71(1) (h) of the Securities Act (Ontario).

11.4 ANNUAL INFORMATION FORM RECEIVED

11.4.1 ROYAL TRUSTCO LIMITED

November 9,1984

Royal Trustco Limited

A First Annual Information Form dated October 29, 1984 has been accepted by the Commission.

11.5 PRELIMINARY PROSPECTUSES RECEIVED

11.5.1 CANADIAN THOROUGHBRED INVESTORS

November 7, 1984

Canadian Thoroughbred Investors — National Issue - Ontario

Offering 500 limited partnership units at a price of $5,000 per unit. No limited partner may own more than 5 units.

Agent: Davidson Partners Limited

11.5.2 MAINFRAME EQUITY GROUP INC.

November 8, 1984

Mainframe Equity Group Inc.

Offering 500,000 units with a minimum of 200,000 units, each unit comprised of one common share and one "A" warrant at a price of 55c per unit. Secondary offering, if made, will be 90,000 units within the price range of 55c to $1.00 per unit.

Agent: Yorkton Securities Inc.

11.5.3 ONYX PETROLEUM EXPLORATION COMPANY LTD.

Onyx Petroleum Exploration Company Ltd. — National Issue - Alberta

Offering * common shares at a price of $ * per share.

Agent: McLeod Young Weir Limited

11.5.4 ROYAL TRUST JAPANESE GROWTH FUND

Royal Trust Japanese Growth Fund National Issue Ontario

Offering units at their net asset value on a continuous basis.

Promoter: Royal Trust Company

11.5.5 INSPIRATION RESOURCES CORPORATION

November 9, 1984

Inspiration Resources Corporation

Offering rights to purchase 14,457,000 shares of common stock at a price of US$5.19 per share or the Canadian dollar equivalent. One right for each share.

11.5.6 TRANS QUEBEC & MARITIMES PIPELINE INC.

Trans Quebec & Maritimes Pipeline Inc. National Issue - Quebec

Offering $100,000,000 13.20% first mortgage sinking fund bond Series B (redeemable) at a price of 100% to yield 13.20%.

Underwriters: Nesbitt Thomson Bongard Inc.
Dominion Securities Pitfield Limited

11.5.7 GRANDVIEW-ON-THE-LAKE EQUITY CORPORATION

November 13, 1984

Grandview-On-The-Lake Equity Corporation

Offering 6,160,000 common shares with a minimum of 1,815,000 common shares at a price of $1.00 per share offered in blocks of 5,500 common shares.

Agent: W. H. Stuart Holdings Limited

11.5.8 HALLMARK BOND FUND

Hallmark Bond Fund

Offering units of Hallmark Bond Fund at their net asset value.

Distributor: Greydanus & Associates, Investment Counsel Limited

11.5.9 UAP INC.

UAP Inc. National Issue - Quebec

Offering * class A shares at a price of $ * per share.

Underwriter: Richardson Greenshields Of Canada Limited

11.5.10 CDC LIFE SCIENCES INC.

CDC Life Sciences Inc. National Issue - Ontario

Offering $ * common shares at a price of $ * per share.

Underwriters: Burns Fry Limited
Dominion Securities Pitfield Limited

11.6 PRELIMINARY SHORT FORM PROSPECTUS RECEIVED

11.6.1 ROYAL TRUSTCO LIMITED

November 9, 1984

Royal Trustco Limited (Floating Rate Debentures Due 2083) — National Issue - Ontario

Offering $150,000,000 floating rate debentures at 100.00% plus accrued interest, if any.

Underwriters: Gordon Capital Corporation
Wood Gundy Inc.

11.6.2 ROYAL TRUSTCO LIMITED

Royal Trustco Limited (Floating Rate Preferred Shares Series F) — National Issue - Ontario

Offering 1,500,000 shares (cumulative, redeemable, retractable and non-voting) at a price of $100 per share.

Underwriters: Dominion Securities Pitfield Limited
McLeod Young Weir Limited
Merrill Lynch Canada Inc.

CHAPTER 12

REGISTRATIONS (NIL)

THERE IS NO MATERIAL FOR THIS CHAPTER

IN THIS ISSUE

CHAPTER 25

OTHER INFORMATION (NIL)

THERE IS NO MATERIAL FOR THIS CHAPTER

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NOVEMBER 23, 1984

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CHAPTER 1

NOTICES/PRESS RELEASES

1.1 CIVIL LIABILITY FOR CONTINUOUS DISCLOSURE DOCUMENTS

The Commission is publishing in Chapter 6 of this edition of the OSC Bulletin a request for comments on the extension of statutory civil liability to publicly filed continuous disclosure documents. The request for comments includes draft statutory provisions, which may be incorporated into the proposed new Securities Act, and commentary thereon.

As discussed in the request for comments, the Commission is of the view that the extension of civil liability to continuous disclosure documents recognizes the increased reliance by market participants and regulators on the continuous stream of reporting by issuers and is a necessary step in the continuing integration of the primary and secondary market disclosure systems. Reliance on continuous disclosure in the secondary market is the cornerstone of an integrated disclosure system, a system in which the timely and periodic disclosure requirements relating to the secondary market will provide information equivalent to that provided to the primary market by the prospectus. This degree of integration has already been achieved under the Prompt Offering Qualification System, or POP System, which integrates the offering document with previously published issuer-oriented information. Further evolution in this direction is evident in the easing of the POP System eligibility criteria as described in the Notice entitled Prompt Offering Qualification System - Amendments published in this edition of the Bulletin.

The Commission welcomes comments and submissions on the issues raised in the request for comments. Comments should be submitted on or before January 14, 1985.

1.2 PROMPT OFFERING QUALIFICATION SYSTEM - AMENDMENTS

An order of the Commission amending OSC Policy 5.6 entitled "Prompt Offering Qualification System" is published in Chapter 2 of this edition of the Bulletin and revised Policy 5.6 is reprinted in Chapter 5.

The effect of the amending order is to relax the POP System eligibility criteria by eliminating the financial tests in their entirety and reducing the public float requirement from $100,000,000 to $75,000,000. The order also provides for minor housekeeping changes to Policy 5.6. In the Commission's view, the relaxation of the POP System eligibility criteria follows logically from the increasing integration of our primary and secondary market disclosure systems by recognizing that eligibility for the POP System depends less on the financial strength of the issuer than on the quality and quantity of information available in the public trading markets in respect of the issuer.

The amendments to the POP System eligibility criteria have been approved by all Canadian securities administrators.

1.3 EUROSECURITY FINANCINGS

The Commission has made and is now publishing in Chapter 2 a Blanket Ruling relating to Eurosecurity Financings. The effect of the ruling is to exempt sophisticated purchasers who have filed an undertaking with the Commission and thereby become Eligible Eurosecurity Purchasers from the obligation to file a report of resales of eurosecurities acquired during the Distribution Period as defined. The purpose of the policy is, in this respect, to eliminate the competitive disadvantage to which Canadian participants in the eurosecurity market are subject as a result of the reporting requirement.

The Commission thanks those members of the public who have assisted the Commission by responding to its request for comments in this matter.

1.4 OSC RESPONSE TO QSC CEASE TRADE ORDERS

November 22, 1984.

In response to inquiries, the Ontario Securities Commission stated that it does not intend to issue reciprocal cease trade orders in response to the 29 orders recently issued by the Quebec Securities Commission for failure to file quarterly financial statements within the time requirement for filing under the Quebec Securities Act.

The Ontario Securities Act provides that reporting issuers are required to file quarterly financial statements within 60 days from the end of their last quarter. The Quebec Securities Act requires that quarterly financial statements be filed within 45 days. Since the Ontario Legislation specfically refers to the time that a reporting issuer has to file financial statements in Ontario, the OSC will not issue a cease trade order on the basis of a cease trade order made in another province for failure to file within the shorter time period provided by the legislation of that province.

When a reporting issuer does file its quarterly financial statments within the earlier time period required under the Quebec Act, OSC reminds issuers that they are required to make a concurrent filing in Ontario. Reference is made to the Notice published in the OSC Bulletin for July 13, 1984.

Ref: John Leybourne
416-963-0248

1.5 SECURITIES INDUSTRY REVIEW: MEETING SCHEDULE & SUBMISSIONS

MEETING SCHEDULE

Attached hereto is the schedule of appearances at the Commission's meeting. There may be minor variations to the schedule, which will be published in next week's Bulletin and posted, on a daily basis, during the meeting.

SUBMISSIONS

In the Bulletin of May 4, 1984 ((1984), 7 OSCB 1907) the Commission published a press release dated May 2, 1984 announcing its intention to undertake a policy review on the "Competitive Position of the Securities Industry in Domestic and International Financial Markets". Subsequently, on June 29, 1984 ((1984), 7 OSCB 2766) the Commission published a preliminary issues paper setting out its primary concerns in ensuring the efficiency of domestic capital markets; the Commission invited comments and submissions in response to its preliminary issues paper. In response to the Commission's request for comments, the Joint Securities Industry Committee published its proposal, copies of which were appended to the Bulletin dated September 21, 1984 ((1984), 7 OSCB 3985) and may also be obtained from the Office of the Secretary upon request. The closing date for written submissions was November 5, 1984.

To date, the Commission has received comments from the following:

CANADIAN INVESTMENT DEALERS

1. Regulation and Ownership of Market Intermediaries in Canada - Report of the Joint Securities Industry Committee on behalf of the Alberta, Montreal, Toronto and Vancouver Stock Exchanges and the Investment Dealers Association of Canada. September 19, 1984. Submitted by Tory, Tory, DesLauriers & Binnington (James C. Baillie, Q.C.).

2. Supplementary Report of the Joint Securities Industry Committee on behalf of the Alberta, Montreal, Toronto and Vancouver Stock Exchanges and the Investment Dealers Association of Canada. November 2, 1984. Submitted by Tory, Tory, DesLauriers & Binnington (Richard J. Balfour).

3. Midland Doherty Limited - Regulation and Ownership of Market Intermediaries in Canada. October 24, 1984.

4. Gardiner, Watson Limited on The Securities Industry Policy Review. November 5, 1984. Submitted by McCarthy & McCarthy (V.P. Alboini).

5. Bache Securities Inc. - Submission to the Ontario Securities Commission in Respect of its Policy Review of the Regulations Governing the Ownership and Registration of Securities Firms. November 5, 1984. Submitted by Osler, Hoskin & Harcourt (F.R. Allen).

6. McLeod Young Weir Limited - Regulation and its Effect on the Competitive Position of the Canadian Securities Industry in Domestic and International Financial Markets. November 5, 1984. Submitted by Davies, Ward & Beck (Garfield Emerson).

7. Merrill Lynch Canada Inc. - Submission to the Ontario Securities Commission in Respect of its Policy Review: Competitive Position of the Securities Industry in Domestic and International Financial Markets. November, 1984.

8. Gordon Capital Corporation - Submission with respect to Policy Review: Competitive Position of the Securities Industry in Domestic and International Financial Markets; Regulation: A Security Blanket or Strait-Jacket? November, 1984. Submitted by Davies, Ward & Beck (Thomas I.A. Allen, Q.C.).

9. First Marathon Securities Limited. November 7, 1984.

NON RESIDENT DEALERS

10. Morgan Stanley Canada Limited. November 6, 1984. Submitted by McCarthy & McCarthy (Rene Sorell).

11. Securities Industry Association. November 5, 1984. Submitted by McCarthy & McCarthy (V.P. Alboini).

12. Thomson McKinnon Securities Inc. November 5, 1984.

13. Merrill Lynch Capital Markets. November 5, 1984.

14. Drexel Burnham Lambert Incorporated. November 2, 1984.

15. First Boston Canada Limited. November 5, 1984. Submitted by McCarthy & McCarthy (Rene Sorell).

16. Shearson Lehman/American Express Inc. November 1, 1984.

17. Salomon Brothers Inc. November 5, 1984.

18. Goldman, Sachs & Co. November 5, 1984.

19. The Charles Schwab Corporation. November 6, 1984. Submitted by McCarthy & McCarthy (V.P. Alboini).

20. S.G. Warburg & Co. Ltd. - Submission with respect to regulation and ownership of market intermediaries in Canada. November 6, 1984.

21. CIBC Limited. November 6, 1984.

22. The Nomura Securities Co., Ltd. November 5, 1984.

23. Daiwa Securities Co. Ltd. November 5, 1984.

24. The Nikko Securities Co., Ltd., Toronto Representative Office. November 5, 1984. Submitted by Fasken & Calvin (C.L. Sugiyama).

FINANCIAL INSTITUTIONS

25. The Prudential Assurance Company Limited. November 1, 1984.

26. Metropolitan Life Insurance Company. November 5, 1984. Submitted by Blake Cassels & Graydon.

27. Canadian Life and Health Insurance Association Inc. - Securities Industry Policy Review of Foreign Ownership Restrictions on Advisor and Mutual Fund Dealer Registrations. November 5, 1984.

28. Bank of Montreal. October 25, 1984.

29. The Canadian Bankers' Association. - The Competitive Position of the Securities Industry in Domestic and International Financial Markets. November 6, 1984.

OTHER

30. Deleted.

31. Executive Compensation Consultants Limited. November 5, 1984.

32. Mastercraft Development Corporation. November 5, 1984. Submitted by McCarthy & McCarthy (V.P. Alboini).

33. Committee on Legislation and Regulation, Ontario Chapter, Canadian Association of Financial Planners. October 31, 1984.

34. FEI Canada, Corporate Finance Committee. November 5, 1984.

35. Great Lakes Group Inc. - Corporate Profile. November 6, 1984.

36. The Permanent Commercial Limited. October 26, 1984.

37. Prospectors and Developers Association. November 2, 1984.

38. The Investment Funds Institute of Canada. November 6, 1984.

39. J.F. (Rick) Durst. November 7, 1984.

40. Discount Corporation of New York (Canada) Ltd. November 7, 1984.

41. Submission by the Director of Investigation and Research of the Combines Investigations Act to the Ontario Securities Commission on the Issue of Regulation and Ownership of Market Intermediaries in Canada. November 7, 1984.

42. Credit Suisse First Boston Limited. November 8, 1984.

43. Commission staff submission. November 16, 1984.

Bound copies of the written submissions (three volumes) revised by the Commission may be purchased for $60.00 by contacting the Office of the Secretary (416) 963-0216.

Copies of the staff submission are available and are included in the above-noted purchase price.

Xerographic and microfiche copies of these documents are available from: Micromedia Ltd., 144 Front Street West, Toronto, Ontario M5J 2L9 (416) 593-5211.

TRANSCRIPTS

Transcripts of the meeting will be available on a daily copy basis. Those interested in purchasing copies thereof should contact the Office of the Secretary (416) 963-0216.

OSC SECURITIES INDUSTRY REVIEW

REVISED SCHEDULE FOR PUBLIC MEETING

DATE	NOVEMBER 19	NOVEMBER 20	NOVEMBER 21	NOVEMBER 22	NOVEMBER 23
10:00 a.m.	OSC Counsel	Gordon Capital	Merrill Lynch		Investment Funds Institute
2:00 p.m.	JSIC		Gardiner, Watson First Marathon	Discount Corp. Rick Durst Prospectors and Developers Assoc.	
DATE	**NOVEMBER 26**	**NOVEMBER 27**	**NOVEMBER 28**	**NOVEMBER 29**	**NOVEMBER 30**
10:00 a.m.	Financial Executives Institute		JSIC	CBA	JSIC
2:00 p.m.	Bache Securities		T. Courchene Cdn. Association of Financial Planners	Royal Bank Orion Royal Bank	JSIC
DATE	**DECEMBER 3**	**DECEMBER 4**	**DECEMBER 5**	**DECEMBER 6**	**DECEMBER 7**
10:00 a.m.	McLeod, Young Weir	CIBC Limited Securities Industry Association	CBA Royal Bank	McLeod, Young Weir Merrill Lynch Bache Securities	OSC Counsel
2:00 p.m.	JSIC	Gardiner, Watson Director of Investigation & Research, CIA	Morgan Stanley First Boston	JSIC	

(Revised November 22, 1984)

CHAPTER 2

DECISIONS, ORDERS AND RULINGS

2.1 VANCTOR INVESTMENTS/STUART HOUSE INTERNATIONAL LIMITED

IN THE MATTER OF THE SECURITIES ACT,
R.S.O. 1980, CHAPTER 466

AND

IN THE MATTER OF VANCTOR INVESTMENTS
LIMITED ("VANCTOR")

AND

IN THE MATTER OF AN OFFER BY VANCTOR TO PURCHASE
COMMON SHARES OF STUART HOUSE INTERNATIONAL LIMITED
("STUART HOUSE")

AND

IN THE MATTER OF AN APPLICATION PURSUANT
TO SECTION 99(e) OF THE SECURITIES ACT,
R.S.O. 1980, CHAPTER 466

ORDER
(Section 99(e))

WHEREAS Vanctor has made an application to the Ontario Securities Commission (the "Commission") for an order pursuant to section 99(e) of the Ontario Securities Act, R.S.O. 1980, c.466 (the "Act") to exempt a proposed take-over bid from the requirements of section 91(3) of the Act with respect to the offering of equal consideration to all holders of the same class of securities, and section 96(1) of the Act with respect to having to prepare and send a director's or directors' circular(s) to the proposed offerees resident in Ontario;

AND WHEREAS it is represented to the Commission that:

Vanctor is a private Ontario corporation whose outstanding shares are owned by various directors and senior officers of Stuart House;

Vanctor's only significant asset is 395,000 Stuart House common shares representing 78% of the outstanding Stuart House common shares;

Vanctor wishes to acquire, pursuant to a cash take-over bid (the "Offer"), all the Stuart House common shares it does not own;

John Stuart Sr., a former director and officer of Stuart House, has directed pursuant to an agreement with Vanctor that the proceeds of sale of 97,029 common shares of Stuart House sold by him under the Offer be applied to subscribe for redeemable shares of Vanctor;

The redemption price per share of the Vanctor redeemable shares is less than the price to be offered for Stuart House common shares under the Offer and the redemptions will occur over a five year period.

AND WHEREAS the Commission, relying on the representations, is of the opinion that it would not be prejudicial to the public interest to do so;

IT IS ORDERED, pursuant to section 99(e) provided the Offer is otherwise made in accordance with Part XIX of the Act and Regulation:

1. that the Offer is exempted from the provisions of section 91(3) of the Act, and

2. that the directors of Stuart House are exempted from the provisions of section 96(1) of the Act with respect to the Offer.

November 21st, 1984.

"Charles Salter" "David C.H. Stanley"

2.2 GO VACATIONS 1985 LIMITED PARTNERSHIP

Headnote

Section 73, Trades by specified parties in units of a limited partnership are not subject to section 24 of the Act. Units are offered pursuant to a prospectus and require the transfer of certain recreational property to the limited partnership. The major portion of the cost of the investment is related to the cost of such recreational property.

SCHEDULE B

IN THE MATTER OF THE SECURITIES ACT, R. S. O. 1980, CHAPTER 466

AND

IN THE MATTER OF GO VACATIONS 1985 LIMITED PARTNERSHIP

RULING
(Section 73)

UPON the application of Go Vacations Canada Limited Partnership (the "General Partner") to the Ontario Securities Commission (the "Commission") for a ruling pursuant to section 73 of the Securities Act, R.S.O. 1980, chapter 466 (the "Act") that trades of partnership interests (the "Units") in Go Vacations 1985 Limited Partnership (the "Limited Partnership") by certain persons or companies are not subject to section 24 of the Act.

AND UPON the General Partner having represented to the Commission that:

A. The Limited Partnership is a limited partnership under the Limited Partnership Act, R. S. O. 1980, chapter 241;

B. The General Partner is the sole general partner of the Limited Partnership;

C. The General Partner is a subsidiary of Go Vacations Limited;

D. The Limited Partnership has filed a preliminary prospectus with the Commission and the Director has issued a receipt therefor;

E. If the Limited Partnership receives a receipt for a final prospectus, it proposes to offer Units to the public through the General Partner, Go Vacations Limited and the franchisees and licensees of Go Vacations Limited (the "Franchisees");

F. In order to subscribe for Units, an investor must either purchase a recreational vehicle, houseboat or yacht and transfer it to the Limited Partnership or pay to the Limited Partnership an amount sufficient to enable the Limited Partnership to purchase a specified recreational vehicle, houseboat or yacht;

G. Most of the property that may be transferred to or bought by the Limited Partnership is only available through Go Vacations Limited and the Franchisees;

AND UPON being satisfied that to rule so would not be prejudical to the public interest;

NOW THEREFORE IT IS RULED, pursuant to section 73 of the Act that trades in Units by the General Partner, Go Vacations Limited and the Franchisees are not subject to section 24 of the Act provided that a receipt for a final prospectus has been issued pursuant to subsection 60(1) of the Act.

November 8, 1984.

"Charles Salter" "E. S. Miles"

2.3 GRANDMA LEE'S INC.

Headnote

Section 73 - Issuance of convertible preferred shares to creditors of issuer and its affiliates - Preferred shares and common shares which can be acquired upon conversion of preferred shares to be subject to one year hold period from date of issuance of preferred shares - Issuer to deliver to creditors copy of ruling with brief written explanation of its effect and certificates for preferred shares bearing legend with respect to resale restrictions - Issuer to obtain prior approval of The Toronto Stock Exchange for issuance of preferred shares and for listing of common shares which can be acquired upon conversion of preferred shares

IN THE MATTER OF THE SECURITIES ACT.
R. S. O. 1980, CHAPTER 466

AND

IN THE MATTER OF GRANDMA LEE'S INC.

RULING
(Section 73)

UPON the application of Grandma Lee's Inc. ("Grandma Lee's") for a ruling by the Ontario Securities Commission (the "Commission") pursuant to section 73 of the Securities Act, R. S. O. 1980, chapter 466 (the "Act") that the issuance by Grandma Lee's of up to 700,000 $1.00 non-cumulative, redeemable, convertible, first preferred shares, series "D" (the "Series D Preferred Shares") in satisfaction of indebtedness owed to certain creditors (the "Creditors") of Grandma Lee's, Grandma Lee's of Canada Limited ("Grandma Lee's (Canada)") and Grandma Lee's of America, Inc. ("Grandma Lee's (America)") is not subject to sections 24 and 52 of the Act;

AND UPON reading the application and the recommendation of the staff of the Commission;

AND UPON it being represented to the Commission that:

(a) Grandma Lee's, a Quebec corporation, is a reporting issuer, as defined in the Act, and is not in default of any requirement of the Act or the regulations made thereunder (the "Regulations");

(b) The authorized capital of Grandma Lee's consists of an unlimited number of first preferred shares, issuable in series, and an unlimited number of common shares (the "Common Shares");

(c) As at the date of the last audited financial statements of Grandma Lee's, June 30, 1984, the issued and outstanding capital of Grandma Lee's consisted of 6,875,874 Common Shares, nil Series A Preferred Shares, 24,250 Series B Preferred Shares, 80,000 Series C Preferred Shares and nil Series D Preferred Shares;

(d) The Common Shares are listed and posted for trading on The Toronto Stock Exchange (the "TSE");

(e) Grandma Lee's (Canada) is an indirect, wholly-owned subsidiary of Grandma Lee's;

(f) Grandma Lee's indirectly owns 100% of the issued and outstanding common shares and voting preferred shares of Grandma Lee's (America); and

(g) Grandma Lee's proposes to issue up to 700,000 of its Series D Preferred Shares to the Creditors;

AND UPON the Commission being satisfied that so to rule would not be prejudicial to the public interest;

IT IS RULED pursuant to subsection 73(1) of the Act that the issuance by Grandma Lee's of up to 700,000 of its Series D Preferred Shares to the Creditors are not subject to sections 24 and 52 of the Act, provided that:

1. The first trades in each of the Series D Preferred Shares acquired pursuant to this ruling or the Common Shares acquired upon the conversion of the Series D Preferred Shares, other than a further trade exempted by subsection 71(1) of the Act, shall be a distribution, as defined in the Act, unless:

   (i) Grandma Lee's is a reporting issuer and is not in default of any requirement of the Act or the Regulations at the time of such first trades;

   (ii) the Series D Preferred Shares or the Common Shares acquired upon the conversion of the Series D Preferred Shares have been held until at least one year from the date of issuance of the Series D Preferred Shares by Grandma Lee's;

   (iii) no unusual effort is made to prepare the market or to create a demand for the Series D Preferred Shares or the Common Shares acquired upon the conversion of the Series D Preferred Shares; and

   (iv) no extraordinary commission or consideration is paid in respect of such first trades;

2. Grandma Lee's shall deliver or cause to be delivered to each person or company acquiring Series D Preferred Shares pursuant to this ruling:

   (i) a copy of this ruling together with a brief written explanation of its effect; and

   (ii) certificates for the Series D Preferred Shares, each certificate to bear the following legend:

   "The Preferred Shares represented hereby and the Common Shares which can be acquired upon the conversion of these Preferred Shares may not be transferred except in accordance with a ruling dated November 13, 1984 by the Ontario Securities Commission, a copy of which may be obtained from the Corporation";

3. Grandma Lee's obtains the prior approval of the TSE for:

(i) the issuance of up to 700,000 Series D Preferred Shares; and

(ii) the listing and posting for trading of the Common Shares which can be acquired upon the conversion of the Series D Preferred Shares, subject to Grandma Lee's fulfilling all of the requirements of the TSE; and

4. Grandma Lee's files with the Commission within thirty days of the issuance of the Series D Preferred Shares a letter providing substantially the same information required by Form 20 as prescribed by the Regulations.

November 13, 1984.

"Charles Salter" "R. J. Kane"

2.4 GORDON-DALY GRENADIER LIMITED, ET AL

IN THE MATTER OF THE SECURITIES ACT,
R.S.O. 1980, CHAPTER 466

AND

IN THE MATTER OF GORDON-DALY GRENADIER LIMITED

AND

IN THE MATTER OF HARRY PERCY BREGMAN, ALAN GREENBERG, KEVIN HARVEY, ROBERT NORMAN KURTZER, HARVEY SIDNEY LEWIS, PATRICK LEO MCLEAN, STANLEY MOURIN, ROGER ALLAN PETTET, BENJAMIN SAMUEL POSNER, BRAM RUBINOVICH, JOSEPH SPRING, STEPHEN SRNKA AND ORON STERNHILL

AND

IN THE MATTER OF A NOTICE OF HEARING PURSUANT TO SECTION 26 OF THE SECURITIES ACT, R.S.O. 1980, CHAPTER 466

AND

IN THE MATTER OF AN ORDER (SECTION 26)

ORDER
(Section 26)

WHEREAS BY Notice of Hearing, dated September 7, 1984, an Amended Notice of Hearing, dated September 13, 1984, a Statement of Particulars, dated September 25, 1984, and a further Statement of Particulars, dated October 10, 1984, certain allegations relating to Gordon-Daly Grenadier Limited and certain named persons with respect to the distribution, trading or underwriting of the securities of certain named companies, between January 1, 1975 and June 30, 1984, were made; and

WHEREAS BY an Agreed Statement of Facts, dated October 11, 1984, the Respondents agreed to certain statements of fact; and

WHEREAS in the opinion of the Ontario Securities Commission such action is in the public interest;

NOW THEREFORE, it is ordered that:

1. As a condition of its registration Gordon-Daly Grenadier Limited, from October 11, 1984, until January 12, 1985, shall not underwrite or distribute speculative securities other than those which are presently in its inventory or such securities as may be repurchased from current investors and subsequently redistributed in the normal course of its business.

2. As a condition of its registration, Gordon-Daly Grenadier Limited, shall forthwith provide a list of securities in its inventory to the Ontario Securities Commission;

3. The registration of Stanley Mourin is suspended for three months, commencing October 12, 1984 and concluding January 12, 1985 on the basis of inadequate supervision;

4. The registration of Harry Percy Bregman is suspended for a period of one month, commencing January 12, 1985 and concluding February 12, 1985, on the basis of inadequate record keeping;

5. The registration of Allan Greenberg is suspended for a period of four weeks commencing December 15, 1984, for inadequate supervision;

6. The registration of Benjamin Samuel Posner is suspended for a period of one month, commencing December 15, 1984 and concluding January 15, 1985, for inadequate inquiries;

7. The registration of Joseph Spring is suspended for a period of one month, commencing December 15, 1984 and concluding January 15, 1985, for inadequate inquiries;

8. The registration of Oron Sternhill is suspended for a period of two weeks commencing December 15, 1984 for inadequate inquiries;

9. Patrick Leo Mclean is reprimanded and, as a condition of his registration, is required to take and pass the Registered Representatives Course within one year from October 11, 1984;

10. Bram Rubinovich is reprimanded and, as a condition of his registration, is required to take and pass the Registered Representatives Course within one year from October 11, 1984;

11. Robert Norman Kurtzer, as a condition of his registration, is required to take and pass the Registered Representatives Course within one year from October 11, 1984;

12. Harvey Sidney Lewis is reprimanded and, as a condition of his registration, is required to take and pass the Registered Representatives Course within one year from October 11, 1984;

13. Steven Srnka, as a condition of his registration, is required to take and pass the Registered Representatives Course within one year from October 11, 1984;

14. Roger Allan Pettet, as a condition of his registration, is required to take and pass the Registered Representatives Course within one year from October 11, 1984;

15. Kevin Harvey, as a condition of his registration, is required to take and pass the Registered Representatives Course within one year from October 11, 1984; and

16. Numbered paragraphs two(2), three(3) and four(4) of a Letter of Agreement between Mr. John Leybourne, Deputy Director, Enforcement of the Ontario Securities Commission and Mr. Brian Grosman, Q.C. as counsel for the respondents dated October 11, 1984, and filed as Exhibit #38 on this Hearing, are confirmed by the Ontario Securities Commission.

As ordered on October 11, 1984 and as so endorsed on this 29th day of October, 1984.

October 29th, 1984.

"Charles Salter" "R.J. Kane"

"J.W. Blain"

2.5 BANK OF BRITISH COLUMBIA

Headnote

Section 73 - Hold period in subsection 71(4) not applicable. First trades in common shares of the issuer distributed prior to a proposed public issue by prospectus, in reliance upon certain exemptions, is not subject to section 52 of the Act, notwithstanding subsection 71(4) of the Act, from and after the date a receipt has been issued for a prospectus under the Act. Extenuating circumstances regarding a financial reorganization of the issuer considered by the Commission in determining appropriate hold periods.

IN THE MATTER OF THE SECURITIES ACT,
R. S. O. 1980, CHAPTER 466

AND

IN THE MATTER OF BANK OF BRITISH COLUMBIA

RULING
(Section 73)

UPON the application of the Bank of British Columbia (the "Bank") to the Ontario Securities Commission (the "Commission") pursuant to section 73 of the Securities Act, R. S. O. 1980, chapter 466 (the "Act") for a ruling that, notwithstanding subsection 71(4) of the Act, first trades in common shares of the Bank ("common shares") which are proposed to be issued pursuant to certain exemptions contained in the Act will not be subject to section 52 of the Act from and after the date on which a receipt is issued for a final prospectus prepared and filed in accordance with the Act relating to a public distribution of additional common shares of the Bank;

AND UPON reading the recommendation of the staff of the Commission;

AND UPON the Bank having represented to the Commission that:

1. The Bank is a chartered bank subject to the provisions of the Bank Act (Canada) and is a reporting issuer under the Act not in default of any requirements of the Act or the regulations made thereunder;

2. On October 29, 1984, the Bank filed a preliminary prospectus dated October 29, 1984 (the "Bank Prospectus") with the Inspector General of Banks in accordance with the requirements of the Bank Act (Canada) in order, inter alia, to qualify, for the purposes of the Bank Act, the distribution of a minimum of 8,000,000 common shares and a maximum of 12,000,000 common shares of the Bank in connection with the proposed distribution (the "Bank Offering") of such shares to various purchasers, each of whom will subscribe for shares with a minimum acquisition cost of $97,000, such trades in Ontario to which the Act relates to be made in reliance on the exemptions contained in clauses 71(1)(a), (c) or (d) of the Act and to be subject to the applicable restrictions on resale contained in subsection 71(4) of the Act;

3. As stated in the Bank Prospectus, the board of directors of the Bank anticipates that, subject to market conditions and regulatory

approvals, the Bank will make a public offering of common shares of the Bank at a price per share not exceeding the price per share in the Bank Offering pursuant to a distribution qualified by a prospectus prepared and filed in accordance with the Act within three months from the date of the Bank Offering;

AND UPON being satisfied that to so rule would not be prejudicial to the public interest;

NOW THEREFORE IT IS RULED pursuant to section 73 of the Act that, notwithstanding subsection 71(4) of the Act, the first trade in common shares issued pursuant to the Bank Offering is not subject to section 52 of the Act from and after the date on which a receipt is issued for a final prospectus prepared and filed in accordance with the Act relating to a public distribution of additional common shares of the Bank.

November 1, 1984.

"Peter Dey" "Charles Salter"

2.6 EUROSECURITY FINANCINGS

IN THE MATTER OF THE SECURITIES ACT,
R.S.O. 1980, CHAPTER 466

AND

IN THE MATTER OF EUROSECURITY FINANCINGS

RULING
(Section 73)

UPON the application of the Director of the Ontario Securities Commission (the "Commission") for a ruling pursuant to subsection 73(1) of the Securities Act, R.S.O. 1980, c.466 (the "Act") in respect of the distribution to certain sophisticated purchasers of securities distributed in the Eurosecurity market;

AND UPON it appearing to the Commission that sophisticated investors should be permitted to purchase securities distributed through the Eurosecurity market as part of an initial distribution of the securities without a prospectus having to be filed under the Act and without the investors being required to comply with the filing requirements which would otherwise be applicable to securities purchased in reliance upon the private placement exemptions contained in subsection 71(1) of the Act, and that such purchasers should be permitted to trade eurosecurities with other sophisticated purchasers during the Distribution Period on the same basis;

AND UPON it appearing to the Commission that it is desirable that Ontario and non-Ontario issuers distributing securities in the Eurosecurity market should be permitted to distribute such securities to sophisticated purchasers resident in Ontario as part of the initial distribution of such securities without being required to obtain a receipt for a prospectus under the Act and without being required to rely upon the private placement exemptions contained in the Act;

AND for the purposes of this ruling:

"Distribution Period" means, as to reporting issuers, the hold period of six, twelve or eighteen months that would otherwise apply to Eligible Eurosecurities if the initial distribution thereof to an Eligible Eurosecurity Purchaser had been made in reliance upon the private placement exemption contained in clause 71(1)(d) of the Act, which hold period shall be calculated from the later of the date the Eligible Eurosecurities are first acquired by an Eligible Eurosecurity Purchaser and the date the issuer becomes a reporting issuer, and for other issuers, an indefinite period;

"Eligible Eurosecurity Purchaser" means a person or company which has filed an Undertaking with the Director of the Commission and which has not received a Notice of Revocation of Status as an Eligible Eurosecurity Purchaser from the Director;

"Eligible Eurosecurities" means eurosecurities which have an aggregate acquisition cost to a purchaser thereof of not less than $250,000 (Canadian);

"Eurosecurity market" means the international market that exists outside Canada for the initial distribution of securities (whether common or preferred shares, bonds or other debt instruments, including convertible or exchangeable securities or warrants) to persons whose ordinary business it is to buy and

sell such securities, whether as principal or agent, and in respect of which an international secondary market may develop where settlement is in a Euro-currency (i.e. a currency held by a non-resident of the country of that particular currency in which settlement is made);

"Principal" includes without limitation a trust company registered under the Loan and Trust Corporations Act or a portfolio manager when the trust company or portfilio manager trades as trustee or agent, respectively, for the account of a corporation or institution fully managed by it;

"Undertaking" means an undertaking to the Commission, in the form annexed hereto as an Appendix;

AND UPON being satisfied that the making of this ruling would not be prejudicial to the public interest;

IT IS RULED THAT during the Distribution Period, except for trades otherwise effected in compliance with the Act:

1. section 52 of the Act shall not apply to a trade of Eligible Eurosecurities where the trade is to an Eligible Eurosecurity Purchaser which purchases as a Principal; and

2. section 52 of the Act shall not apply to a trade by an Eligible Eurosecurity Purchaser of eurosecurities of any amount which were acquired by the Eligible Eurosecurity Purchaser under the exemption in paragraph 1 above where the trade is to a purchaser resident outside Canada which is not an Eligible Eurosecurity Purchaser provided the Eligible Eurosecurity Purchaser does not know that such purchaser is purchasing the eurosecurities with a view to distributing them into Ontario, or to Ontario residents, without complying with the prospectus requirements of the Act;

unless, in either case, the trade is a distribution as defined in subparagraph (iii) of paragraph 11 of subsection 1(1) of the Act.

November 22nd, 1984.

"Peter J. Dey" "Charles Salter"

APPENDIX

UNDERTAKING

TO: The Ontario Securities Commission

Reference is made to a ruling of the Commission under section 73 of the Securities Act, R.S.O. 1980, c. 466 (the "Act) dated November 22nd, 1984 (the "Class Ruling"), a copy of which is attached hereto as Schedule "A", in respect of distributions of securities through the Eurosecurity market. Terms used herein shall have the meanings ascribed thereto in the Class Ruling.

It is understood by the undersigned that the Class Ruling and this Undertaking shall have no effect whatsoever on trades otherwise effected in compliance with Ontario securities laws and that the intent of the Class Ruling is that sales of Eligible Eurosecurities to the undersigned during a Distribution Period, and the resale of such securities, may be effected in compliance with Ontario securities laws without the imposition of the private placement filing requirements contained in the Act.

The undersigned hereby undertakes to the Commission that during the Distribution Period, except for trades otherwise effected in compliance with the securities laws of Ontario , it will only purchase eurosecruities provided they are Eligible Eurosecurities and are purchased by the undersigned as a Principal, on the understanding that the uundersigned may:

1. trade Eligible Eurosecurities with other Eligible Eurosecurity Purchasers, each of whom purchases as a Principal; and

2. trade eurosecurities of any amount which it originally acquired as Eligible Eurosecurities with purchasers, other than Eligible Eurosecurity Purchasers, who are resident outside Canada, provided the undersigned does not know that such purchaser is purchasing the eurosecurities with a view to distributing them into Ontario, or to Ontario residents, without complying with the prospectus requirements of the Act.

DATED the day of , 198 .

_____

(Name of Corporation or Institution Giving Undertaking)

_____

(Authorized Signing Officer)

_____ c/s

Notes

1. This Undertaking may be signed by a trust company registered under the Loan and Trust Corporations Act (Ontario) or a portfolio manager as trustee or agent, respectively, for the account of a person or company fully managed by it and such trustee or agent shall be deemed to be acting as a Principal when it trades for such account.

2. The Director may revoke the status of an Eligible Eurosecurity Purchaser by sending to the person or company, as the case may be, a Notice of Revocation of Status as an Eligible Eurosecurity Purchaser.

2.7 PROMPT OFFERING QUALIFICATION SYSTEM

IN THE MATTER OF THE SECURITIES ACT,
R.S.O. 1980, CHAPTER 466

AND

IN THE MATTER OF A PROMPT OFFERING
QUALIFICATION SYSTEM

ORDER
(Section 140)

UPON an application by the Director to the Ontario Securities Commission (the "Commission") pursuant to section 140 of the Securities Act, R.S.O. 1980, c.466 (the "Act") to amend an order of the Commission made under section 140 of the Act on February 3, 1984 (the "Order") ((1984) 7 OSCB 580) which Order rescinded and replaced an order made by the Commission under section 140 of the Act on December 16, 1982 ((1982) 4 OSCB 425B) which order rescinded and replaced an order made by the Commission under section 73 of the Act on October 28, 1982 ((1982) 4 OSCB 241B), providing that section 52 of the Act shall not apply, insofar only as that section concerns the form and content of a preliminary prospectus and a prospectus, with respect to distributions of securities effected in compliance with OSC Policy 5.6 entitled "Prompt Offering Qualification System" (formerly OSC Policy 3-67 and hereafter referred to as the "Policy"), to provide for the amendment of the eligibility criteria for use of the prompt offering qualification system by:

1. reducing from $100,000,000 to $75,000,000 the required aggregate market value of "equity shares" (as defined in the Policy) listed and posted for trading on a stock exchange in Canada held by "non-insider" security holders of the issuer; and

2. eliminating the requirement that the issuer and its consolidated subsidiaries have a specified minimum consolidated shareholders' equity or net income after tax,

and to provide for minor housekeeping amendments to the Policy.

AND UPON the Commission being satisfied that to so order would not be prejudicial to the public interest;

IT IS HEREBY ORDERED pursuant to section 140 of the Act that the Order be rescinded and the following substituted therefor:

"UPON an application by the Director of the Ontario Securities Commission (the "Commission") for an order under section 73 of the Securities Act, R.S.O. 1980, c.466 (the "Act") that section 52 of the Act shall not apply, insofar only as that section concerns the form and content of a preliminary prospectus and a prospectus, with respect to distributions of securities effected in compliance with OSC Policy 5.6 entitled "Prompt Offering Qualification System" which is attached hereto as Schedule "A" (the "Policy");

AND UPON the Commission being of the opinion that to so order will, through the incorporation by reference of the permanent disclosure record for reporting issuers provided by the operation of the timely and continuous disclosure system under the Act together with the information required under the Policy specifically relating to the securities that are the subject of a

distribution in compliance with the Policy, shorten the time periods and streamline the procedures by which issuers that qualify under the Policy may have access to the capital markets through a prospectus offering without reducing the existing benefits of investor protection or the degree and quality of disclosure to the public;

AND UPON the Commission being satisfied that to so order would not be prejudicial to the public interest;

IT IS HEREBY ORDERED pursuant to subsection 73(1) of the Act that section 52 of the Act shall not apply, insofar only as that section concerns the form and content of a preliminary prospectus and a prospectus filed under section 52 of the Act, with respect to distributions of securities that are effected in compliance with the Policy provided that:

1. a preliminary short form prospectus and short form prospectus complying with the Policy are filed under section 52 of the Act pursuant to and in accordance with the Policy; and

2. the distribution of securities pursuant to a short form prospectus filed under section 52 of the Act shall otherwise comply with and be subject to the provisions of the Act."

November 22nd, 1984.

"Peter J. Dey" "Charles Salter"

"J.W. Blain"

Revised Policy 5.6 dated November 22, 1984, attached as Schedule "A" to this Order, is reprinted in Chapter 5 of this edition of the OSC Bulletin.

CHAPTER 3

REASONS: DECISIONS, ORDERS, RULINGS (NIL)

THERE IS NO MATERIAL FOR THIS CHAPTER

IN THIS ISSUE

CHAPTER 4

CEASE TRADING ORDERS - SECTION 123

4.1 TEMPORARY CEASE TRADING ORDERS

4.1.1 VID-TEL MEDIA CORPORATION

VID-TEL MEDIA CORPORATION

Temporary cease trading order issued November 21, 1984, for failure to make statutory filings. Statutory hearing December 5, 1984, at 10:00 a.m.

CHAPTER 5

POLICIES

5.1 PROMPT OFFERING QUALIFICATION SYSTEM

The following is a black-lined copy of revised Policy 5.6, attached as Schedule "A" to the Order published in Chapter 2 of this edition of the OSC Bulletin.

5.6 PROMPT OFFERING QUALIFICATION SYSTEM

A. Introduction and Purpose

1. The current system of distributing additional securities of reporting issuers by a prospectus in Canada is one which requires repetition, in certain circumstances, of information concerning the issuer which has already been published and disseminated into the public trading markets. A reporting issuer is required to file with provincial and territorial securities commissions and administrators (the "Commissions" or individually a "Commission") on a timely basis material information concerning its business and affairs in accordance with the statutory continuous disclosure requirements of the various provincial and territorial securities acts and related investor disclosure legislation (referred to individually as the "Act") and the by-laws of the stock exchanges on which its shares are listed and posted for trading. This integrated and continuous disclosure system for reporting issuers provides a permanent disclosure record which comprises, in part, audited annual and unaudited interim financial statements, press releases, material change reports and proxy solicitation and information circular material. The public information disclosed through these continuous reporting requirements is available not only to security holders of the reporting issuers but is also available to investment dealers, brokers, research analysts, investment advisers and other users of financial information who are in a position to assess and filter such information for the benefit of investors generally. When such a reporting issuer , or a holder of the securities of such a reporting issuer to which the prospectus requirements apply (a "selling security holder"), desires to make a public offering of securities of the reporting issuer pursuant to a prospectus on a national basis, it must currently file a prospectus which includes, not only the information with respect to the securities proposed to be issued, but also the previously published information concerning the issuer and its business and affairs.

2. The prompt qualification system for the distribution of securities of senior reporting issuers is designed to shorten the time period and to streamline the procedures by which such issuers and selling security holders may have access to the Canadian capital markets through a prospectus offering without reducing the existing benefits of investor protection or the degree and quality of disclosure to the public and without increasing demands placed upon the personnel at the various Commissions.

3. The essence of the prompt qualification system is to integrate the offering document with previously published issuer-oriented information concerning the eligible senior reporting issuer that has already been made available to the public trading markets. This integration is to be achieved by incorporating such public information by reference into a short form prospectus at the time of the distribution by or on behalf of the issuer or a selling security holder of securities of the issuer.

4. It is the intention of the Commissions at meetings of the Canadian Securities Administrators ("CSA") to review the eligibility criterion of Clause B.1(d) periodically and to consider amendments or adjustments based upon experience following the implementation of this Policy Statement.

5. For the purposes of distributing securities in Quebec pursuant to a short form prospectus under this Policy Statement, Commission des valeurs mobilieres du Quebec has advised its Director not to exercise the authority under Paragraph B.3.

B. Eligible Reporting Issuers

1. To be eligible to make use of the prompt qualification system for the distribution by or on behalf of an issuer or a selling security holder of any of the securities of the issuer by means of a short form prospectus in accordance with this Policy Statement, the issuer must satisfy the following criteria:

(a) the issuer must be a reporting issuer under the Act for at least 36 calendar months prior to the date of the filing of its annual information form and, at the time of each such filing, not then in default of any requirement of the Act;

(b) the reporting issuer must file an annual information form with the Commission director or securities administrator (referred to as the "Director") under each Act and thereafter a new annual information form in accordance with the requirements set forth in Section F;

(c) the reporting issuer must not be in default of any requirement of the Act or the regulations at the time of the filing of the preliminary short form prospectus or the issuance of the receipt for the short form prospectus; and

(d) the reporting issuer must have an aggregate market value of common shares and, if applicable, non-voting equity shares and subordinate or restricted voting equity shares, but excluding preferred shares, (such common shares and equity shares being collectively referred to as "equity shares") listed and posted for trading on a stock exchange in Canada held by "non-insider" security holders of the issuer of $75,000,000 or more, calculated in accordance with Paragraph B.2, during the last calendar month of the issuer's most recently completed financial year for which financial statements have been prepared and reported upon by the auditor of the issuer (hereinafter, except where the context otherwise requires, all references to a previous financial year of an issuer shall be deemed to refer to a previous financial year for which financial statements of such issuer have been prepared and reported upon by the auditor of the issuer).

2. For the purposes of Clause B.1(d), the aggregate market value of the issuer's issued and outstanding equity shares shall be computed by multiplying (A) the total number of all classes of equity shares issued and outstanding as at the end of the issuer's most recently completed financial year held by security holders none of whom (together with their respective associates and affiliates) beneficially own, directly or indirectly, or exercise control or direction over more than 10% of the issued and outstanding equity shares of the issuer by (B) the arithmetic average of the closing prices of its equity shares on that Canadian stock exchange on which such equity shares are principally traded for each of the trading days during the last calendar month of the issuer's most recently completed financial year.

3. Any of the securities of a reporting issuer that has satisfied the eligibility criteria set forth in Paragraph B.1 may, at the option of the issuer, be qualified for distribution by or on behalf of the issuer or a selling security holder through the filing with, and acceptance for filing by, the Commission of a short form prospectus in accordance with this Policy Statement. Notwithstanding that a reporting issuer has complied with the applicable eligibility criteria set forth in Paragraph B.1 and the other provisions of this Policy Statement, a Director may notify such a reporting issuer in writing (including by telex) that the Director may not issue a receipt for a short form prospectus that may be subsequently filed under the Act by the reporting issuer or a selling security holder

pursuant to this Policy Statement. Any such notification by a Director shall include or be accompanied by a summary of the reasons that appear to the Director as constituting a basis under the Act for a refusal to issue a receipt for a short form prospectus. Such notification shall also provide, in accordance with the applicable provisions of the Act or otherwise, an opportunity for the reporting issuer to be heard by the Director within two business days from the issuance of such notice. A Director who exercises his authority under this section will also advise the directors of the other Commissions by telex as soon as practicable following the issuance of such a notice to a reporting issuer.

C. Alternative Qualification Criteria for Certain Issues of Debt Securities and Preferred Shares

1. There will be reporting issuers which meet the eligibility criteria set forth in Paragraph B.1 other than Clause (d), and which are issuers of high quality non-convertible debt securities or non-convertible preferred shares. The short form prospectus system may be used to distribute the non-convertible debt securities or non-convertible preferred shares of such a reporting issuer in accordance with this Policy Statement where the issuer satisfies the criteria set forth in Clauses B.1(a), (b) and (c) provided that:

(a) at the time of the filing of the issuer's annual information form, the issuer had non-convertible debt securities or non-convertible preferred shares issued and outstanding which, at that time, at least one of the statistical rating organizations listed in the Schedule to this Policy Statement (a "Rating Organization") had rated in one of the generic rating categories applicable to debt securities or preferred shares, as the case may be, set opposite the Rating Organization's name (an "Approved Rating"); and

(b) at the time of the filing of the preliminary short form prospectus with respect to a proposed distribution of non-convertible debt securities or non-convertible preferred shares, the securities proposed to be issued had received an Approved Rating, on a provisional basis, by at least one Rating Organization.

2. In order for a debt security or preferred share to be non-convertible, the rights and attributes attaching to such a security cannot include any right or option to purchase, convert or exchange or otherwise acquire any equity shares of the issuer, or of any other issuer, or any other security which itself has a right to purchase, convert or exchange or otherwise acquire any equity shares of the issuer or of any other issuer.

3. In addition to the provisions of Paragraph C.1, non-convertible debt securities of an issuer that is not a reporting issuer, or of an issuer that has been a reporting issuer for less than 36 calendar months, may be distributed pursuant to a short form prospectus in accordance with this Policy Statement provided that:

(a) such debt securities are unconditionally guaranteed as to principal and interest by a reporting issuer that satisfies the eligibility criteria set forth in Clauses B.1(a), (b) and (c);

(b) at the time of the filing of the preliminary short form prospectus, non-convertible debt securities of the guarantor were outstanding which had an Approved Rating by at least one Rating Organization; and

(c) at the time of the filing of the preliminary short form prospectus, the securities proposed to be distributed had received an Approved Rating, on a provisional basis, by at least one Rating Organization.

D. Amalgamations, Mergers and Reorganizations

1. The securities of a reporting issuer continuing from an amalgamation, merger or other form or reorganization may be qualified for distribution under a short form prospectus in accordance with this Policy Statement and, in such a case, the following provisions shall also be applicable:

(a) for the purpose of satisfying the eligibility criteria of Clause B.1(a), at least one of the amalgamating, merging or reorganizing issuers shall have been a reporting issuer under the Act for at least 36 calendar months prior to the amalgamation, merger or reorganization and none of such issuers shall be in default of any requirement of the Act or the regulations made under the Act at the time thereof, and the reporting issuer continuing from the amalgamation, merger or reorganization shall be considered, for the purposes of Clause B.1(a), to have been a reporting issuer under the Act for 36 calendar months; and

(b) for the purpose of satisfying the eligibility criterion of Clause B.1(d), at least one of the amalgamating, merging or reorganizing issuers shall have been a reporting issuer that satisfied the eligibility criterion of Clause B.1(d) prior to the amalgamation, merger or reorganization, and

the reporting issuer continuing from the amalgamation, merger or reorganization shall be considered to satisfy the requirements of Clause B.1(d) where such continuing reporting issuer meets the requirements of Clause B.1(d) on the basis of the arithmetic average of the closing prices of its issued and outstanding equity shares for the 10 trading days prior to the filing of its annual information form pursuant to Paragraph D.2 or, where the Director has waived the filing of an annual information form pursuant to Paragraph D.2, for the 10 trading days prior to the filing of the certificate required by Paragraph F.4.

2. A reporting issuer continuing from an amalgamation, merger or other form of reorganization must file an annual information form under Clause B.1(b), which shall be subject to the review and acceptance for filing procedures of Paragraphs F.1 and F.2, notwithstanding that one or all of the amalgamating, merging or reorganizing issuers may have previously filed an annual information form or forms, unless the filing of such annual information form by the continuing reporting issuer is waived by the Director.

E. Securities Exchange Take-over Bid

1. Where a take-over bid provides that the consideration for the securities of the offeree company is to be, in whole or in part, securities of an eligible senior reporting issuer, the offeror may comply with the take-over bid circular requirements of the Act by including the information to be included in a short form prospectus under this Policy Statement in the take-over bid circular filed with the Commission.

F. Annual Information Form

1. A reporting issuer satisfying the appropriate eligibility criteria set forth in Paragraphs B.1 or C.1 may file with the Director an annual information form prepared and certified in accordance with Appendix A. The first annual information form and any supporting material may be filed pursuant to National Policy 1 whereupon the prospectus clearance procedures referred to therein, will apply, mutatis mutandis, to clearance of the first annual information form.

2. Whether or not the reporting issuer elects to file the first annual information form pursuant to National Policy 1, the first annual information form submitted by a reporting issuer to the Commission for filing under this Policy Statement shall be subject to acceptance for filing by the Director with such amendments or additions thereto, if any, as the Director considers necessary in order to comply with the requirements set out in Appendix A and notification of such acceptance shall be provided to the reporting issuer by the Director in writing.

3. In order to comply with the requirements of Clause B.1(b), a reporting issuer that files an annual information form must thereafter file with the Director a new annual information form prepared and certified in accordance with Appendix A within 140 days from the end of each financial year of the reporting issuer. Annual information forms not filed within this 140 day period shall be subject to the review and acceptance for filing procedures of Paragraphs F.1 and F.2 of this Policy Statement.

4. An annual information form filed with the Director by a reporting issuer shall be accompanied by a certificate executed on behalf of the reporting issuer by two senior officers of the reporting issuer under seal that the reporting issuer satisfies the criteria of Clause B.1(a) and either Clause B.1(d) or Clause C.1(a), as the case may be, at the time of filing of such form.

5. The annual information form shall also be accompanied by an undertaking of the reporting issuer to the Commission to provide to any person or company, upon request to the secretary of the reporting issuer:

(a) when the securities of the reporting issuer are in the course of a distribution pursuant to a short form prospectus or a preliminary short form prospectus has been filed in respect of a proposed distribution of its securities,

(i) one copy of the latest annual information form, together with one copy of any document, or the pertinent pages of any document, incorporated therein by reference, filed with the Director under this Policy Statement;

(ii) one copy of the comparative financial statements of the reporting issuer filed under the Act for the issuer's most recently completed financial year in respect of which such financial statements have been issued, together with the report of the auditor thereon;

(iii) one copy of the information circular of the reporting issuer filed under the Act in respect of the most recent annual meeting of shareholders of the reporting issuer which involved the election of directors; and

(iv) one copy of any other reports filed pursuant to the Act which are incorporated by reference into the preliminary short form prospectus or the short form prospectus; or

(b) at any other time, the documents referred to in Clauses (a)(i), (ii) and (iii) above, provided that the reporting issuer may require the payment of a reasonable charge from such a person or company who is not a security holder of the reporting issuer where the documents are furnished under this Clause (b).

6. The Director may require that a new annual information form that may be filed subsequently by a reporting issuer under Paragraph F.3 shall be subject to the review and acceptance for filing procedures of Paragraphs F.1 and F.2 provided that the Director so advises the reporting issuer in writing within 30 days following the end of its financial year. Where the Director has not so notified a reporting issuer, the next annual information form of the reporting issuer that is filed under Paragraph F.3 shall not be subject to the review and acceptance for filing procedures of Paragraphs F.1 and F.2.

7. A reporting issuer may file as an annual information form a document containing either of:

(a) a current Form 10-K accepted for filing by the Securities and Exchange Commission of the United States of America under the Securities Exchange Act of 1934; or

(b) a prospectus for which a receipt has been obtained from the Director within the previous 12 months;

provided that the document includes,

(c) a certificate in the form required by Item 10 of Appendix A;

(d) the additional material referred to in Appendix A that is not included in the Form 10-K or prospectus; and

(e) cross references between the items required to be addressed in Appendix A and their treatment in the Form 10-K or prospectus,

and all provisions of this Policy Statement relating to an annual information form shall apply mutatis mutandis to such document.

G. Short Form Prospectus

1. Where a reporting issuer has satisfied the provisions of this Policy Statement, the reporting issuer or a selling security holder may file with the Director a preliminary short form prospectus and a short form prospectus prepared and certified in accordance with Appendix B in respect of a distribution of securities of the reporting issuer proposed to be offered by or on behalf of the issuer or the selling security holder.

2. Every preliminary short form prospectus shall have printed in red ink on the outside front cover page the following statement or such variation thereof as the Director may permit:

> "This is a preliminary short form prospectus relating to these securities, a copy of which has been filed with [insert names of province and territories in which the preliminary short form prospectus has been filed] but which has not yet become final for the purpose of a distribution to the public. Information contained herein is subject to completion or amendment. These securities may not be sold to, nor may offers to buy be accepted from, residents of such jurisdictions prior to the time a receipt for the final short form prospectus is obtained from the appropriate securities commission or other regulatory authority."

3. Where any solicitor, auditor, accountant, engineer, appraiser or any other person or company whose profession gives authority to a statement made by him is named in a document specifically incorporated by reference in a short form prospectus as having prepared or certified any part of the document specifically incorporated by reference in the short form prospectus, or is named as having prepared or certified a report or valuation used in a document specifically incorporated by reference in a short form prospectus, the written consent of the person or company to being so named and to such use of the report of valuation shall be filed not later than the time the short form prospectus is filed. In Ontario, section 23 of the regulations under the Securities Act (Ontario) shall apply mutatis mutandis to such a consent as if it were required to be filed pursuant to subsection (1) thereof.

4. Where a preliminary short form prospectus is filed in respect of a proposed distribution of preferred shares or debt securities having a term to maturity in excess of one year, the reporting issuer or selling security holder shall file with the preliminary short form prospectus an explanation of the manner by which the statements of asset coverage and earnings coverage are to be calculated.

5. Any statement contained in a document incorporated or deemed to be incorporated by reference in a short form prospectus shall be deemed to be modified or superseded for purposes of the short form prospectus to the extent that a statement contained in the short form prospectus or in any other subsequently filed document which also is or is deemed to be incorporated by reference modifies or replaces such statement. The modifying or superseding statement may, but need not, state that it has modified or superseded a prior statement or include any other information set forth in the document which is not so modified or superseded. The making of a modifying or superseding statement shall not be deemed an admission for any purposes that the modified or superseded statement, when made, constituted a misrepresentation or an untrue statement of a material fact or an omission to state a material fact necessary to make a statement not misleading. Any statements so modified shall not be deemed in its unmodified form to constitute part of the short form prospectus.

6. Nothing in this Policy Statement shall be construed to provide relief from liability arising under the provisions of the Act of each province or territory in which the short form prospectus is filed where the short form prospectus contains an untrue statement of a material fact or omits to state a material fact that is required to be stated therein or that is necessary to make a statement not misleading in light of the circumstances in which it was made.

H. Filing Procedures for Short Form Prospectus

1. A preliminary short form prospectus and short form prospectus and supporting material are to be filed pursuant to National Policy 1 and the prospectus clearance procedures referred to therein, except as set out in Paragraph H.2, will be applicable. A reporting issuer or selling security holder that files a preliminary short form prospectus under this Policy Statement shall be deemed to consent to the issuance by the Director of a receipt for its short form prospectus in accordance with the timing provisions of Paragraph H.2. Where a Director exercises his authority under Paragraph B.3 of this Policy Statement, the timing provisions of Paragraph H.2 may not be applicable with respect to the filing in his province or territory.

2. The principal jurisdiction will provide by telex any comments on the contents of the preliminary short form prospectus (but excluding any comments on the material incorporated in the preliminary short form prospectus by reference) to the other Commissions involved, as well as to the reporting issuer or selling security holder making the filing, within the third working day following the filing of the preliminary short form prospectus with the principal jurisdiction. Within two working days from the day of receipt of the comments, if any, from the principal jurisdiction, the other Commissions will furnish the Director in the principal jurisdiction by telex with any additional comments they may have on the contents of the preliminary short form prospectus. In the event that the principal jurisdiction receives no comments from any other Commission within such additional two working day period, it will be assumed that such Commissions will accept the filing of the short form prospectus in final form. The Commission considers that it may, where appropriate, issue a final receipt prior to the expiration of the 10 day waiting period prescribed by the Act. Notwithstanding the foregoing, where, in the opinion of the Director, the proposed offering is too complex to be adequately reviewed within the prescribed time periods the time periods set out in National Policy No. 1 shall apply.

SCHEDULE

Rating Organization*	Approved Rating	
	Debt	Preferred
CBRS Limited	A++; A+ or A	P1 or P2
Dominion Bond Rating Service Limited	AAA, AA or A	AAA, AA or A
Moody's Investors Service	Aaa, Aa or A	AAA, AA-1 AA-2
Standard & Poor's Corporation	AAA, AA or A	AAA, AA or A

*The CSA may recognize other statistical rating organizations and Approved Rating categories for the purposes of this Policy Statement.

APPENDIX A

Annual Information Form

Any information called for by this form may, at the issuer's option, be incorporated by reference in an annual information form from the issuer's annual report furnished to its security holders and filed with the Commission or from the issuer's information circular filed under the Act which involves the election of directors if such annual report and information circular are filed with the Commission not later than 140 days after the end of the issuer's most recently completed financial year covered by this annual information form.

Matter incorporated by reference in an annual information form shall be clearly identified in the reference by page, paragraph, caption or otherwise. Where only certain pages of a document are incorporated by reference, the document from which the material is taken shall be clearly identified in the reference. An express statement that the specified matter is incorporated by reference shall be made at the particular place in the annual information form where the information is required. Matter shall not be incorporated by reference in any case where such incorporation would render the annual information form incomplete, unclear or otherwise confusing.

Item 1 - Name and Incorporation of Issuer

1. State the full name of the issuer and the address of the head office and principal office.

2. State the laws under which the issuer was incorporated, organized or otherwise established and whether incorporated, organized or otherwise established by articles of incorporation or otherwise and the date on which the issuer came into existence. If the issuer is not a company, give the material details of its form of organization and structure.

3. If material, state whether the constating documents of the issuer have been amended.

Item 2 - Business and Property

1. Briefly describe the business carried on and intended to be carried on by the issuer and its subsidiaries and the general development of the business. If the business consists of the production for distribution of different kinds of products or the rendering of different kinds of services, indicate, insofar as material and practicable, the principal products or services.

2. Include the business of subsidiaries of the issuer only insofar as is necessary to understand the character and development of the business conducted by the combined enterprise.

3. In describing developments, information shall be given as to matters including the nature and results of material reorganizations of the issuer or any of its material subsidiaries, the acquisition or disposition of any material amount of assets otherwise than in the ordinary course of business and any material changes in the mode of conducting the business of the issuer or its subsidiaries.

4. State briefly the location and general character of the materially important physical properties of the issuer and its subsidiaries, including buildings and plants. Briefly describe the nature of any major encumbrance on any such property or the nature of the title to property if it is not freehold. Detailed descriptions of the physical characteristics of individual properties or legal descriptions are not required.

5. In the case of a natural resource issuer, other than an oil or gas issuer, material information should be given as to production, mineral deposits, reserves of proven, probable or possible ore (including estimated tonnage and grade of each such class of ore reserves), locations of and size of properties, exploration and development of the properties and the nature of the right to hold or operate the properties of the issuer and its subsidiaries as at the end of the last financial year of the issuer.

6. In the case of an oil or gas issuer, material information should be given as to

(a) the quantity and type of the estimated net proved and developed reserves, net proved undeveloped reserves and net probable additional reserves of crude oil, natural gas and natural gas liquids of the issuer and its subsidiaries as of the end of the last financial year of the issuer,

(b) the net crude oil, natural gas liquids and natural gas production of the issuer and its subsidiaries, including the interest of the issuer and its subsidiaries in the production of others, during each of the last two financial years of the issuer,

(c) the number of wells the issuer and its subsidiaries have drilled or participated in the drilling of during each of the last two financial years of the issuer, the number of such wells completed as oil producing wells, gas producing wells and as dry holes and the amount expended by the issuer and its subsidiaries during each such two years on drilling and exploration activities,

(d) important oil and gas properties, plants, facilities and installations owned, leased or held under option by the issuer and its subsidiaries as at the end of its last completed financial year,

(e) the location, by fields, if possible, of all producing wells and non-unitized wells capable of producing in which the issuer and its subsidiaries have an interest as at the end of the issuer's last completed financial year, including the interest of the issuer and its subsidiaries expressed in terms of net wells separately for oil wells and gas wells,

(f) with respect to interests in properties on which no producing wells have been drilled, the gross acreage in which the issuer and its subsidiaries have an interest as at the end of the issuer's last completed financial year and the interest of the issuer and its subsidiaries expressed in terms of net leasable acreage and the geographical location of such acreage.

7. If estimates of reserves are represented as being based on estimates prepared or reviewed by independent consultants, those independent consultants should be named. If estimates of reserves are referred to, the Director may request that a copy of the full report of the engineer or other expert or consultant who estimated the reserves be subsequently furnished to the Director as supplemental information and not as material filed as part of this form.

Item 3 - Summary of Financial Information

1. Furnish in summary form the following financial information for the issuer and its subsidiaries on a consolidated basis:

(a) for each of the last five financial years of the issuer:

(i) net sales or operating revenue;

(ii) income or loss before extraordinary items, including on a per common share and fully diluted per common share basis;

(iii) total assets;

(iv) total long-term debt and redeemable preferred shares;

(v) dividends per common share; and

(vi) net income, including on a per common share and fully diluted per common share basis; and

(b) for each of the last eight quarterly periods of the issuer, the information referred to in subclauses (a) (i), (ii) and (vi) above.

2. Briefly describe, or cross-reference to a discussion thereof, factors such as accounting changes, business combinations or dispositions of business operations that materially affect the comparability of the information reflected in the summary financial information.

Item 4 - Analysis of Financial Position and Results of Operations

1. Explain to the extent reasonably practicable any substantial variations, both favourable and adverse, in the issuer's income statements, statements of changes in financial position and balance sheets for the past two years.

2. In addition, discuss the ability of the issuer and its subsidiaries to generate, both internally and externally, adequate amounts of cash to fulfill the cash requirements of the issuer and its subsidiaries during the current financial year. In particular, comment on the requirements, demands or commitments of the issuer or its subsidiaries for working capital, capital expenditures, repayment of debt and dividend payments.

Item 5 - Market for the Securities of the Issuer

Identify the exchange or exchanges on which the issuer's securities are listed and posted for trading.

Item 6 - Dividends

State the frequency and amount of any dividends declared during the past two completed financial years of the issuer and briefly describe any restriction on the issuer's present or future ability to declare or pay dividends.

Item 7 - Subsidiaries of the Issuer

1. Furnish a list of each subsidiary, other than inactive subsidiaries, of the issuer, indicating the jurisdiction under the laws of which it was organized and the percentage of voting securities owned by the issuer.

2. A subsidiary, other than a subsidiary whose gross assets on a consolidated basis exceed $10,000,000, may be omitted if (i) the assets of the subsidiary or the investment in and advances to the subsidiary by the issuer and the issuer's other subsidiaries do not exceed 10% of the issuer's assets on a consolidated basis, (ii) the sales and operating revenues of the subsidiary do not exceed 10% of the sales and operating revenues of the issuer on a consolidated basis; and (iii) the unnamed subsidiaries considered in the aggregate as a single subsidiary would satisfy the conditions in (i) and (ii) if the reference therein to 10% were replaced by 20%.

Item 8 - Directors and Officers

1. List the names and municipality of residence for all the directors and officers of the issuer and indicate their respective principal occupations within the five preceding years.

2. State the period or periods during which each director has served as a director and state when the term of office of each director will expire.

3. State the percentage of securities of each class of voting securities of the issuer or any subsidiary thereof beneficially owned, directly or indirectly, or over which control or direction is exercised by all directors and senior officers of the issuer as a group.

4. State whether the issuer has an executive committee or is required to have an audit committee, and, if so, name those directors who are members of each such committee.

Item 9 - Additional Information

Include a statement to the effect that additional information, including directors' and officers' remuneration and indebtedness, principal holders of the issuer's securities, options to purchase securities and interests of insiders in material transactions, where applicable, is contained in the issuer's information circular for its most recent annual meeting of shareholders which involved the election of directors, that additional financial information is provided in the issuer's comparative financial statements for its most recently completed financial year, and that a copy of such documents may be obtained upon request from the secretary of the issuer.

Item 10 - Certificate

Include a certificate in the following form, dated and signed by the chief executive officer, and chief financial officer of the issuer, and, on behalf of the board of directors of the issuer, by any two directors other than the foregoing:

> "The foregoing, together with any information incorporated by reference, contains no untrue statement of a material fact that is required to be stated herein in accordance with the requirements for this annual information form or that is necessary to make a statement contained herein not misleading in light of the circumstances in which it was made."

APPENDIX B

Contents of Short Form Prospectus

Item 1 - Notice

The short form prospectus shall contain the following legends on the cover page:

"This short form prospectus constitutes a public offering of these securities only in those jurisdictions where they may be lawfully offered for sale. No securities commission or any similar authority in Canada has in any way passed upon the merits of the securities offered hereunder and any representation to the contrary is an offence."

"Information has been incorporated by reference in this prospectus from documents filed with securities commissions or similar authorities in Canada. Copies of the documents incorporated herein by reference may be obtained on request without charge from the secretary of the issuer at [insert complete address and telephone number]."

Item 2 - Distribution Spread

The information called for by the following table shall be given, in substantially the tabular form indicated, on the cover page of the short form prospectus as to all securities being offered for cash (estimate amounts, if necessary).

	Price to public	Underwriting discounts or commissions	Proceeds to issuer or selling security holder*
Per Unit			
Total			

* Before deducting expenses of issue estimated at $

Item 3 - Name of Issuer

State the full corporate name of the issuer and the address of its head office and principal place of business.

Item 4 - Summary Description of Business

Provide a brief summary of the business carried on and intended to be carried on by the issuer and its subsidiaries.

Item 5 - Share and Loan Capital Structure

Describe any material change in, and the effect thereof on, the share and loan capital of the issuer, on a consolidated basis, since the date of the comparative financial statements for the issuer's last completed financial year filed with the Commission.

Item 6 - Use of Proceeds

State the estimated net proceeds to be derived by the issuer from the sale of the securities to be offered, the principal purposes for which the net proceeds are intended to be used and the approximate amount intended to be used for each purpose.

Item 7 - Plan of Distribution

1. If the securities being offered are to be sold through underwriters, give the names of the underwriters, state briefly the nature of the underwriters obligation, including the particulars of any "market out" clause to take up and pay for the securities and indicate the date by which the underwriters are to purchase the securities.

2. Outline briefly the plan of distribution of any securities being offered that are to be offered otherwise than through underwriters. Where there is a "best efforts" offering, indicate, where practicable, on the cover page the minimum amount, if any, required to be raised, and also indicate, where practicable, the maximum amount that could be raised and the latest date that the offering is to remain open. Where there is a "best efforts" offering and a minimum amount is required to be raised, provide that the subscription funds will be held by an independent trustee until the minimum amount is received and, if not received, that the subscription funds will be returned to the investor and briefly describe such arrangements.

3. If the issuer or selling security holder or any of the underwriters knows or has reason to believe that there is an intention to over-allot or that the price of any security may be stabilized to facilitate the offering of the securities proposed to be distributed, set forth a statement substantially to the following effect:

> "In connection with this offering, the underwriters may over-allot or effect transactions which stabilize or maintain the market price of [identify the securities] at a level above that which

might otherwise prevail in the open market. Such transactions, if commenced, may be discontinued at any time."

Item 8 - Market for Securities

Identify on the cover page of the short form prospectus the exchange or exchanges upon which the issuer's securities proposed to be distributed are traded, if any.

Item 9 - Asset and Income Coverage

Furnish the results of the calculations for asset coverage and earnings coverage in summary form where required in connection with an issue of debt securities having a term to maturity in excess of one year or an issue of preferred shares.

Item 10 - Details of the Offering

1. If shares are being offered, state the description or the designation of the class of shares offered and furnish information concerning all material attributes and characteristics including, without limiting the generality of the foregoing, dividend rights, voting rights, liquidation or distribution rights, pre-emptive rights, conversion rights, redemption, purchase or cancellation or surrender provisions, sinking or purchase fund provisions, liability to further calls or to assessment, and provisions as to modification, amendment or variation of any such rights or provisions. If the rights of holders of such shares may be modified otherwise than in accordance with the provisions attaching to the shares or to the provisions of the governing statute relating thereto, so state and briefly explain.

2. If obligations are being offered, give a brief summary of the material attributes and characteristics of the indebtedness and the security therefor, if any, including without limiting the generality of the foregoing, provisions with respect to interest rate, maturity, redemption other retirement, sinking fund and conversion rights, the nature and priority of any security for the obligations with a brief identification of the principal properties subject to lien or charge, provisions permitting or restricting the issuance of additional securities, the incurring of additional indebtedness and other material negative covenants (including restrictions against payment of dividends, restrictions against giving security on the assets of the issuer or its subsidiaries) and provisions as

to the release or substitution of assets securing the obligations, the modification of the terms of the security and similar provisions, the name of the trustee under any indenture relating to the obligations and the nature of any material relationship between the trustee and the issuer or any of its affiliates, and indicate any financial arrangements between the issuer and any of its affiliates or among its affiliates that could affect the security for the indebtedness.

3. If securities other than shares or obligations are being offered describe fully the rights evidenced thereby.

Item 11 - Selling Security Holder

If any of the securities being offered are to be offered for the account of a security holder, name such security holder and state the number or amount of the securities owned by him, the number or amount to be offered for his account, and the number or amount to be owned by him after the offering.

Item 12 - Documents Incorporated by Reference

1. The documents set forth below shall be specifically incorporated by reference in the short form prospectus by means of a statement to that effect in the prospectus listing all such documents:

(a) the issuer's latest annual information form,

(b) material change reports (excluding confidential reports), comparative interim financial statements, comparative financial statements for the issuer's last completed financial year, together with the report of the auditor thereon, and information circulars filed by the issuer pursuant to the requirements of the Act and the regulations since the commencement of the issuer's financial year in which the issuer's latest annual information form was filed.

2. The short form prospectus shall also state that documents referred to above subsequently filed by the issuer pursuant to the requirements of the Act and the regulations, after the date of the short form prospectus and prior to the termination of the offering, shall be deemed to be incorporated by reference into the short form prospectus.

Item 13 - Other Material Facts

Give particulars of any other material facts relating to the securities proposed to be offered and not disclosed pursuant to the foregoing items or pursuant to the documents referred to in item 12 incorporated by reference into the short form prospectus.

Item 14 - Statutory Rights of Withdrawal and Rescission

The short form prospectus shall contain a statement of withdrawal and rescission rights in the following form:

> "Securities legislation in certain of the provinces provides purchasers with the right to withdraw from an agreement to purchase securities within two business days after receipt or deemed receipt of a prospectus and any amendment. In several of the provinces and territories securities legislation further provides a purchaser with remedies for rescission or, in some jurisdictions, damages where the prospectus and any amendment contains a misrepresentation or is not delivered to the purchaser but such remedies must be exercised by the purchaser within the time limit prescribed by the securities legislation of his province or territory. The purchaser should refer to any applicable provisions of the securities legislation of his province or territory for the particulars of these rights or consult with a legal adviser."

Item 15 - Certificates

1. The preliminary short form prospectus and short form prospectus shall contain a certificate in the following form signed by the chief executive officer, the chief financial officer, and, on behalf of the board of directors of the issuer, any two directors of the issuer, other than the foregoing, duly authorized to sign:

> "The foregoing, together with the documents incorporated herein by reference, constitutes full, true and plain disclosure of all material facts

> relating to the securities offered by this short form prospectus as required by the securities laws of [insert names of provinces and territories in which qualified]."

2. Where there is an underwriter, the preliminary short form prospectus and the short form prospectus shall contain a certificate in the following form signed by the underwriter or underwriters who, with respect to the securities offered by the prospectus, are in a contractual relationship with the issuer:

> "To the best of our knowledge, information and belief, the foregoing, together with the documents incorporated herein by reference, constitutes full, true and plain disclosure of all material facts relating to the securities offered by this prospectus as required by the securities laws of [insert names of provinces and territories in which qualified]."

CHAPTER 6

REQUESTS FOR COMMENTS

6.1 CIVIL LIABILITY FOR CONTINUOUS DISCLOSURE DOCUMENTS

The following insert is a Request for Comments on Civil Liability for Continuous Disclosure Documents under the Securities Act.

REQUEST FOR COMMENTS

6.1 Civil Liability for Continuous Disclosure Documents

CIVIL LIABILITY FOR CONTINUOUS DISCLOSURE DOCUMENTS FILED UNDER THE SECURITIES ACT - REQUEST FOR COMMENTS

Background

Traditionally, securities regulation has relied on prospectus disclosure in relation to new issues of securities as the principal means of achieving informed capital markets. The importance of the prospectus in this respect was subsequently reinforced by the enactment of statutory civil liability provisions for misrepresentations contained in a prospectus.

Investment decisions made in the secondary capital markets should equally be based upon informed markets. Recognition under securities law of the equal importance of disclosure in secondary markets was marked by the enactment of continuous disclosure requirements. The information contained in continuous disclosure documents is to the secondary markets what the information contained in a prospectus is to the primary markets. In some circumstances, as when a short form prospectus under the Prompt Offering Qualification System is used, the information contained in the continuous disclosure documents is information used in making investment decisions in the primary market. There is a clear trend to place greater reliance on the information contained in continuous disclosure documents to provide "full, true and plain disclosure of all material facts", and thus to ensure investor protection.

Rationale for Civil Liability

In light of the evolution of our disclosure system, the Commission is requesting comments on the introduction of statutory civil liability for publicly filed continuous disclosure documents in the forthcoming draft amendments to the Act. The extension of civil liability may be supported on the bases that it will:

1. advance the ultimate goal of achieving integration of the primary and secondary market disclosure systems into a single disclosure system;

2. bring the law into conformity with increased reliance by investors and others on disclosure in the secondary markets;

3. eliminate discrepancies in the standard of care applicable to the preparation of various disclosure documents;

4. eliminate discrepancies in the remedies available to investors for misrepresentations contained in various disclosure documents; and

5. promote investor confidence by providing compensation to investors who suffer a loss as a result of a misrepresentation contained in a publicly filed document.

The following are the Commission's preliminary views on these components of the rationale for the enactment of extended civil liability provisions:

1. Advancement of Goal of Integration

Securities regulation has evolved from a system almost exclusively concerned with prospectus disclosure in the primary markets to a system which recognizes the equal importance of disclosure in the secondary markets. The clear trend is towards a shift in the focus of securities law from episodic transaction-oriented disclosure to a system which focuses on the continuous stream of reporting. Our system is moving towards the integration of the primary and secondary market disclosure systems where the timely and periodic disclosure requirements relating to the secondary markets will provide information equivalent to and, in some circumstances, in lieu of that provided by the prospectus. A similar evolution is taking place in the United States with the development of the SEC's integrated disclosure system. In the view of the Commission, the extension of civil liability to continuous disclosure documents is an important and necessary step in the continuing integration of the primary and secondary markets.

2. Reliance on Secondary Market Disclosure

The cornerstone of the integrated disclosure system is reliance on the continuous disclosure documents filed by reporting issuers. Market participants - issuers, investors and advisers - have become increasingly reliant upon the continuous disclosure system as a means of, in the case of issuers, facilitating both the issuance of and trading in their securities and, in the case of investors and advisers, making investment decisions in the secondary market. This increased dependency on the continuous disclosure system is reflected in two relatively recent developments in securities regulation: the introduction of the "closed system" in 1979 and the development of the Prompt Offering Qualification System, or POP System, in 1982.

The closed system is an alternative route for entry of securities into the public capital markets. Securities enter the closed system when they are issued without a prospectus, and they move from the closed system to the public capital markets when an adequate body of publicly available information concerning the issuer has developed. This system is premised on the continuous

disclosure scheme, that is, the requirement that the issuer be a reporting issuer and that it comply with the rules of continuous public disclosure.

The POP System is a logical extension of the continuous disclosure scheme. Once an issuer is a reporting issuer and there is a body of publicly available information in respect of that issuer, it is reasonable, at least in some circumstances, to rely upon such information rather than upon the conventional prospectus as a basis for investment decisions not only in the secondary market, but also at the point of entry of securities of that issuer into the market. The POP System allows an eligible issuer quick access to the markets by permitting the issuer to incorporate by reference in a short offering document information that has already been made available to the public through continuous disclosure in the secondary market. This previously published information is not required to be set out in the prospectus because it is assumed that the market has absorbed and utilized the information in a way that makes repetition unnecessary. Thus, to a limited extent, the POP System foregoes the traditional prospectus in favour of the continuous disclosure record.

The recognition of the importance of secondary market disclosure and the perception of increased reliance by market participants on the continuous record are the forces moving our system towards integration of the primary and secondary markets. Further evolution in this direction is evident in the recently proposed revisions to the Securities Act relating to the closed system, as discussed in the commentary published with the discussion draft in the August 10, 1984 OSCB, and in the easing of the POP System eligibility criteria, as discussed in the Notice published in this Bulletin.

3. Elimination of Discrepancies in Standard of Care

Issuers and others who participate in the preparation of a prospectus are held to a high standard of care by virtue of section 126 of the Act which imposes civil liability for misrepresentations contained in a prospectus. No statutory standard of care is prescribed for the preparation of press releases and other public disclosure documents and, while misrepresentations in such documents may be actionable at common law, a common law remedy is available only in very limited circumstances and the applicable standard of care is as yet undefined. The threat of common law liability is insufficient to exert a significant disciplinary effect on those responsible for informing the secondary market and to compel the preparation of public disclosure documents using an acceptable standard of care.

This anomaly in the standard of care applicable to the preparation of disclosure documents is highlighted in the context of the POP System. Material incorporated by reference into a short form prospectus is subject to the same statutory civil liability as a full prospectus. Accordingly, issuers in the POP System presumably prepare continuous disclosure filings for the secondary market using a prospectus standard of care in the expectation that such information may be incorporated by reference into a short form prospectus and therefore be subject to prospectus liability.

Issuers outside of the POP System, on the other hand, prepare the same type of continuous disclosure filings, using a vaguely-defined and less rigorous common law standard of care. Disparities in the reliability of disclosure as between POP issuers and other issuers and, more generally, as between the primary markets and secondary markets are built into our system at present. The Commission views this as a structural weakness in the system and considers that there is no theoretical justification for perpetuating the disparity.

4. Elimination of Discrepancies in Remedies

Related to the issue of discrepancies in the standard of care is the question of discrepancies in remedies available to investors. This too has been underscored by the introduction of the POP System.

A purchaser of securities distributed under the POP System may recover damages for losses suffered as a result of a misrepresentation in a financial statement or press release incorporated by reference in the short form prospectus; yet an investor who purchases securities of the same issuer in the secondary market in reliance upon the same financial statement or press release has no right of action. Such a result is patently anomolous; a secondary market investor should be afforded the same degree of protection as the primary market investor.

5. Investor Confidence

It has long been assumed that confidence in the integrity of the secondary markets is a prerequisite to a healthy primary market. Investor confidence is fostered when reasonable investor expectations are met and is thwarted when these expectations are disappointed. Investors in the secondary market have the justifiable expectation that they are entitled to rely on disclosure documents prepared by reporting issuers pursuant to a statutory obligation. Investors do in fact rely on publicly filed disclosure documents, and where they rely to their detriment on inaccurate information and thereby suffer loss, this expectation will be disappointed unless the loss is repaired. The extension of civil liability can therefore be supported on the basis that it fosters confidence in the integrity of the capital markets.

A number of commentators who support the concept of civil liability in theory are concerned that, in practice, it could result in damage awards which have ruinous consequences for reporting issuers. The Commission is mindful of the need to devise a remedy that strikes a balance between the compensation of investors harmed by a misrepresentation and the preservation of the financial health of issuers.

Draft Proposal

The following are some of the questions that the Commission considered in preparing a proposal for comment:

1. Should civil liability be extended to apply to all reporting issuers or only to those in the POP System?

2. What class of investors should be entitled to bring an action under a statutory civil liability provision?

3. Should civil liability extend to directors, officers, experts associated with the disclosure and persons who signed the disclosure douments, or should it be confined to the reporting issuer itself?

4. Should civil liability apply to all publicly filed documents or should it be limited to certain documents?

5. Should civil liability arise as a result of a failure by issuers to make disclosure on a timely basis?

6. Should liability be based simply on a misrepresentation resulting from mere negligence or should it only apply where there is some element of an intention to deceive, manipulate or defraud? In legal terms, should an element of "scienter" be required?

7. Should the reporting issuer, in contradistinction to other possible defendants, be strictly liable for misrepresentations, or should it have a "due diligence" defence?

8. Should there be a ceiling on damages to prevent damage awards from financially crippling a reporting issuer?

9. Should civil liability be prescribed under a specific and comprehensive code, as proposed, or under a general anti-fraud rule, akin to Rule 10b-5 under the United States Securities Exchange Act of 1934, which would leave to determination by the courts matters such as the elements of the cause of action, apportionment of damages, etc.?

The following draft proposal is one possible approach to these and other questions. Although the Commission supports in principle the extension of civil liability to continuous disclosure documents, the draft does not represent the final views of the Commission on these questions. It is being published in order to stimulate comment and to assist commentators in focussing on the issues.

The Commission acknowledges with thanks the assistance of Katherine de Jong, Assistant Professor, Faculty of Law, University of Western Ontario, in preparing the draft. The provisions in the draft relating to limitation of damages are based largely on the recommendations contained in the Proposals for a Securities Market Law for Canada (Philip Anisman, ed.).

The draft would impose civil liability on reporting issuers only for misrepresentations contained in documents required to be filed under the Act, the regulations, a decision or a policy statement issued by the Commission and for any failure to file a document required to be filed under section 74 of the Act. An action for damages can be initiated by any person or company who purchases or sells a security of the reporting issuer following the date on which the document containing a misrepresentation was filed or should have been filed, as the case may be, and before the misrepresentation was corrected or the document was filed as required, as the case may be. A plaintiff is limited to recovering for the loss actually caused to it by the misrepresentation or failure to file, and overall recovery under the section in respect of any particular misrepresentation or failure to file is limited to an absolute amount. Due diligence defences are included. The section is designed to be remedial not punitive.

Commentary on Draft Section 127a

(i) Plaintiffs

Section 127a gives every person or company who purchases or sells a security of a reporting issuer after that reporting issuer has filed a document containing a misrepresentation or has failed to file a document as required under section 74 of the Act, as the case may be, and before the misrepresentation or failure to file is corrected, a right to recover damages for the loss actually sustained as a result of the misrepresentation or failure to file. The words "purchase or sale" are used in place of the word "trade" since the remedy is intended to be available only in connection with actual transactions in securities and not in connection with the full range of conduct identified in the definition of "trade". Since the act of purchasing or selling serves as a substitute for proof of reliance under section 127a precision is necessary in identifying both the conduct from which reliance is presumed and the time at which such conduct occurred.

In keeping with the remedial nature of the section, the responsibility for enforcement lies with members of the investing public. The Commission cannot bring an action under the section.

No provision for class actions has been made in the section. In light of the complexity of the issues surrounding class actions as discussed in the recent study of class actions by the Ontario Law Reform Commission, and in the Report of the Joint Committee on Class Actions (C.B.A.O.) to the Attorney-General of Ontario, it was felt that the inclusion of a class action procedure in the Securities Act would not be appropriate, and that class actions should be dealt with as a matter of provincial civil procedure. However, the Commission invites interested parties to make submissions on the question of class actions.

(ii) Defendants

Only reporting issuers are subject to civil liability under draft section 127a. In contrast to the prospectus liability provision, directors, experts and signatories are not included as potential defendants. The Commission is, however, considering whether it would be appropriate to extend civil liability to directors, officers and experts associated with the particular disclosure document and to persons who signed the disclosure document where the conduct of such persons in relation to the misrepresentation or failure to file is intentional or reckless, as opposed to, in the case of reporting issuer's liability, merely negligent. Alternatively, persons involved in the preparation and dissemination of disclosure documents could be made liable with the reporting issuer under a provision imposing liability on aiders and abetters. The Commission welcomes submissions on the question of the appropriate class of defendants and the standard for liability under section 127a.

(iii) Documents

Section 127a extends civil liability for misrepresentations to any document which is required to be filed under the Act, the regulations, a decision or a policy statement issued by the Commission. These documents would include any prospectus, including a statement of material facts, an exchange offering prospectus, a short form prospectus, a take over bid circular, directors' circular, director's or officer's circular, information circular, press release required under section 74, material change report, and annual and interim financial statements. Liability would also extend to disclosure documents required to be filed pursuant to a policy statement - for example, "Form 34 disclosure" required by Policy 9.1 in connection with going private transactions and insider bids - and to disclosure documents the filing of which is required as a condition of a Commission decision exempting an issuer from a statutory filing requirement, or which is permitted by Commission decision in lieu of a statutorily required document.

Civil liability for failure to file a document would only extend to a failure to file a document required to be filed under section 74. The Commission is considering whether it would be appropriate to extend liability for failure to file to other documents, in particular annual and interim finincial statements. Comment on this question is encouraged.

(iv) Elements of Cause of Action

Draft section 127a attempts to strike a fair balance between the interests of reporting issuers and plaintiffs. The theory underlying draft section 127a is that the market will reflect the information available with respect to the reporting issuer, and that the investor will rely upon a properly informed market to make trading decisions. The potential plaintiff is therefore not required to prove actual reliance on the misrepresentation contained in the document filed, or on the failure to file. The person or company who purchases or sells a security of the reporting issuer after the date on which a document containing a misrepresentation is filed (or after the date on which a document required to be filed under section 74 is not filed) is deemed to have relied on the misrepresentation or failure to file.

The plaintiff is also not required to prove that the misrepresentation or failure to file caused him damage. It is assumed from the element of materiality inherent in the definition of "misrepresentation" and in the requirement to file under section 74 that the misrepresentation or failure to file would be expected to affect the price at which the plaintiff purchases or sells the security. However, the principle of "comparative causation" is established in subsection 127a(3) which excludes liability for any portion of the plaintiff's damages which do not represent the change in value of the security as a result of the misrepresentation or failure to file.

Thus, to prove a case for an award of damages, the plaintiff must prove the fact of the misrepresentation or failure to file, the subsequent date of its purchase or sale of securities of the reporting issuer, and the amount of the loss caused to it by the misrepresentation or failure to file.

(v) Defences

The reporting issuer has four potential defences:

1. that the plaintiff knew at the time of the purchase or sale about the misrepresentation or the information which should have been contained in a document filed under section 74;

2. that the misrepresentation or failure to file had been corrected, and that this correction had become public before the plaintiff purchased or sold;

3. that the reporting issuer exercised the appropriate level of due diligence and thus was not responsible for the misrepresentation or failure to file; or

4. that all or any part of the loss suffered by the plaintiff was not caused by the misrepresentation or failue to file.

Thus, the reporting issuer will be liable only for those damages caused directly by the misrepresentation or failure to file with respect to which it did not exercise the appropriate level of due diligence.

Due diligence defences are available under draft section 127a in three circumstances. Under clause 127a(2)(d) a reporting issuer will not be liable if the misrepresentation is a false statement made by an official person or contained in a public official document and the defendant proves that it had no reasonable grounds to believe and did not believe that it was not a correct and fair representation of a statement made by an official or contained in a public official document. In contrast to the defences available under section 126 of the Act, however, the reporting issuer has no similar defence with respect to "expertised" portions of a disclosure document. As between the reporting issuer and the innocent purchaser or seller, it is felt that the loss more fairly falls upon the reporting issuer for errors or misrepresentations in expert's reports or opinions. The reporting issuer can seek its remedy against its expert.

A second due diligence defence is available with respect to non-official portions of a disclosure document where the defendant can prove that it conducted reasonable investigations and had reasonable grounds to believe and did believe that the document did not contain a misrepresentation.

Thirdly, draft section 127a(2)(f) sets out a due diligence defence for failures to file under section 74 of the Act, and is designed to address the concerns of interested parties who believe civil liability for press releases will impose an unacceptably high level of due diligence requirements on those who are responsible for issuing them. A reporting issuer will not be liable if, at the date on which a document was required to be filed under section 74, "it had, after reasonable investigation, reasonable ground to believe and did believe ... that it was not required to file such a document under section 74.". The standard of "reasonableness" is defined broadly for the purposes of Part XXII of the Act (Civil Liability) as "that required of a prudent man in the circumstances of the particular case". In applying this reasonableness standard, it is expected that the courts will have regard, in the context of a misrepresentation, to the nature of and the circumstances surrounding the creation of the document, including time factors, and, in the context of a failure to file, to the factors relevant to a decision to issue or not issue a press release, including questions of timing. It should be noted that the issue of defences will not arise unless the plaintiff has established at the outset that a filing was not made under section 74 on the date on which it should have been made.

The number of potential plaintiffs and the total amount of damages for which defendants will be potentially liable can be limited by filing a correction of the misrepresentation, or by filing the document required to be filed under section 74. The limitation operates as a defence to claims once the correction has become public under draft clauses 127a(2)(b) and (c), and as a factor in the calculation of damages.

It should be noted that the inclusion of due diligence defences for the issuer represents a significant departure from the prospectus liability scheme which holds issuers strictly liable for misrepresentations. The strict liability imposed upon an issuer for a misrepresentation in a prospectus is justified on the basis that the economic benefit of the prospectus offering accrues to the issuer and that, accordingly, it is appropriate to hold the issuer strictly liable to those damaged by a misrepresentation, up to the amount of the economic benefit received by the issuer, that is, the proceeds of the offering. In the case of secondary market trades, on the other hand, the issuer typically receives no direct economic benefit so that, arguably, it is inappropriate to hold the issuer to the same standard in connection with secondary market disclosure. At the same time, it can be argued that, as between an innocent purchaser or seller and an issuer who was duly diligent, the risk of loss arising from an accidental misrepresentation should be borne by the issuer. The Commission is considering the issue of the appropriateness of providing a due diligence defence under section 127a and would welcome comments on the issue from interested parties.

(vi) Damages

The maximum amount of damages which an individual plaintiff can recover is limited to the amount of loss actually sustained by the plaintiff as a result of the misrepresentation or failure to file. A formula for the calculation of this loss is included in the draft section and specifies that the loss equals the difference between the price actually paid or received as a result of the trade, and the average market price of the security in the twenty trading days following the general disclosure of the correction of the misrepresentation or of the press release where there has been a failure to file.

To prevent damage awards under the draft section from financially crippling the reporting issuer, the draft section specifies a global limitation on the amount of damages that can be awarded in respect of any particular misrepresentation or failure to file. Under draft section 127a(4), the global limit is the greatest of:

(i) $100,000;

(ii) 1%, to a maximum of $10 million, of the reporting issuer's gross revenues in its most recent completed financial year preceding the bringing of the action; and

(iii) the reporting issuer's average annual net income after tax in the last five completed financial years preceding the bringing of the action.

For reporting issuers with average annual profits under $100,000 or gross revenues of less than $1,000,000, the ceiling would be $100,000. For reporting issuers which had gross revenues of $100,000,000 or more and average annual profits over

the preceding five years of less than $10,000,000, the ceiling would be $10,000,000. For reporting issuers with gross revenues of $100,000,000 or more and average annual profits over the preceding five years of over $10,000,000, the ceiling would be the average annual profit. In setting up these limits, an attempt was made to match the global ceilings to the financial health of the reporting issuer.

As a result of the global ceilings, it is possible that the total amount of damages attributable to actual losses suffered by plaintiffs as a result of the misrepresentation or failure to file may exceed the total amount of damages which can be awarded under draft section 127a in respect of the misrepresentation or failure to file. To assist the courts in distributing the global amount of damages recoverable among the potential plaintiffs, draft section 127a limits the amount the plaintiff can recover to the lesser of:

(i) the amount of actual loss; and

(ii) that proportion of the global ceiling which the number of securities of the reporting issuer traded by the plaintiff during the relevant time period is of the total number of securities of the reporting issuer traded during the relevant time period.

The draft does not prescribe a formula for apportioning damages among plaintiffs whose losses arise in connection with purchases or sales of different classes or types of securities of the issuer. The Commission seeks comments on whether this aspect of damages apportionment should be addressed in the legislation or left to the courts to be dealt with when it arises.

The relevant time period is the time after the date on which the document containing the misrepresentation was filed, or the date on which the document required to be filed under section 74 should have been filed, and before the correction of the misrepresentation or failure to file became public. The court is given discretion to increase this amount to the amount of actual loss suffered by the plaintiff where, for any reason, it appears that with respect to the particular misrepresentation or failure to file, the maximum amount of damages as determined by the global ceiling will not be awarded. This may occur, for example, where few plaintiffs have come forward, and time limitations appear to preclude additional plaintiffs from pursuing damage claims.

It should be noted that a number of relevant time periods are keyed to the time at which information becomes "public". For example, a defendant's exposure to liability continues after it has filed a correction of a misrepresentation or after it has filed a document which it had failed to file under section 74 if the plaintiff sustained its loss after the filing was made but before it "became public". In addition, certain time periods for calculating damages under subsection 127a(6) begin or end at the time a correction of a misrepresentation or a document required to be filed under section 74 becomes public. The fairness in this approach is self-evident: the defendent should bear the

risk until the market has had an opportunity to adjust in response to the disclosure made to correct a misrepresentation or cure a failure to file. In the Commission's view, information becomes public when it is disclosed either in a public filing or press release and when a reasonable time for dissemination of the information has elapsed. However, the Commission is considering whether the concept of information "becoming public" is too imprecise and whether it would be desirable either to define the phrase, in the terms set out in the foregoing sentence, or to substitute the time of filing for the time information becomes public as the triggering event for the relevant time periods. Comments on this issue are encouraged.

(vii) No Derogation

Draft section 127a, like sections 126 and 127 of the Act, provides that the right of action conferred by the section is in addition to and without derogation from any other right the plaintiff may have at law.

(viii) Complements sections 126 and 127

Draft section 127a is not intended to apply to situations in which sections 126 and 127 of the Act are applicable. Draft section 127a is intended to complement and complete the existing civil liability provisions by extending protection to purchasers in the secondary markets who rely on the documents filed with the Commission to provide "full, true and plain disclosure of material facts" to the marketplace. Accordingly, the section 127a remedy would be unavailable to a purchaser who purchased a security in a prospectus offering. Such a purchaser who suffered loss due to a misrepresentation in the prospectus would be confined to his remedy under section 126.

Draft Section 127a

127a (1) Liability for misrepresentation in continuous disclosure document. - Where a reporting issuer files any document which it is required to file with the Commission under this Act, the regulations, a decision or a policy statement issued by the Commission, and that document contains a misrepresentation, or where a reporting issuer fails to file a document which it is required to file with the Commission under section 74, any person or company who purchases or sells a security of the reporting issuer following the date upon which such document was filed or should have been filed, as the case may be, shall be deemed to have relied on such misrepresentation or failure to file, as the case may be, and shall have a right of action for damages for the loss which such person or company sustains as a result of such purchase or sale.

(2) Defence. - No reporting issuer is liable under subsection (1) if it proves,

(a) that the plaintiff purchased or sold a security of the reporting issuer with knowledge of the misrepresentation contained in the document which the reporting issuer filed under this Act, the regulations, a decision or a policy statement issued by the Commission, or with knowledge of the information which should have been disclosed in the document which the reporting issuer was required to file under section 74;

(b) that the misrepresentation was corrected by an amendment to the document filed or by a subsequent filing, unless the plaintiff sustained the loss before the correction or subsequent filing became public;

(c) that the document which it was required to file under section 74 was filed following the date upon which such document should have been filed unless the plaintiff sustained the loss before such document became public;

(d) that, with respect to a false statement contained in a document required to be filed under this Act, the regulations, a decision or a policy statement issued by the Commission and purporting to be a statement made by an official person or contained in what purports to be a copy of or extract from a public official document, it had no reasonable grounds to believe and did not believe, at the time of the filing of the document, that the statement was not a correct and fair representation of a statement that was actually made or that was contained in the public official document;

(e) that, with respect to any part of a document required to be filed under this Act, the regulations, a decision or a policy statement issued by the Commission not purporting to be a statement made by an official person or contained in what purports to be a copy of or extract from a public official document, it had, after reasonable investigation, reasonable grounds to believe and did believe, at the time of the filing of such document, that the document did not contain a misrepresentation; or

(f) that, with respect to a document required to be filed under section 74, it had, after reasonable investigation, reasonable grounds to believe and did believe, at the date on which such document was required to be filed, that it was not required to file such document under section 74.

(3) Limitation of damages. - In an action for damages under subsection (1), the reporting issuer is not liable for all or any portion of such damages that it proves do not represent the change in value of the security as a result of the misrepresentation contained in a document which the reporting issuer was required to file under this Act, the regulations, a decision or a policy statement issued by the Commission or as a result of the failure to file a document which it was required to file under section 74, as the case may be.

(4) Idem. - Damages awarded under this section in respect or any particular misrepresentation contained in a document required to be filed under this Act, the regulations, a decision or a policy statement issued by the Commission or in respect of any particular failure to file a document required to be filed under section 74 which gives rise to a right of action under subsection (1), shall not exceed the greatest of,

(a) $100,000;

(b) one percent, to a maximum of $10,000,000,of the reporting issuer's gross revenues in its most recently completed financial year preceding the bringing of the action; and

(c) the reporting issuer's average annual net income after tax in the last five completed financial years preceding the bringing of the action.

(5) Idem. - Damages awarded under this section to any one plaintiff shall not exceed the lesser of,

(a) the amount of loss actually sustained by the plaintiff; and

(b) that proportion of the amount calculated in accordance with subsection (4) to which the plaintiff is entitled.

(6) Idem. - For the purpose of assessing damages under subsection (5),

(a) the "amount of loss actually sustained by the plaintiff" means,

(i) where the plaintiff is a purchaser, the price it paid for the security less the average market price of the security in the twenty trading days following the date on which the correction of the misrepresentation, or the document required to be filed under section 74, as the case may be, became public;

(ii) where the plaintiff is a vendor, the average market price of the security in the twenty trading days following the date on which the correction of the misrepresentation, or the document required to be filed under section 74, as the case may be, became public, less the price that it received for the security;

(b) (i) "that proportion of the amount calculated in accordance with subsection (4) to which the plaintiff is entitled" means that proportion of the amount calculated in accordance with subsection (4) that the number of securities of the reporting issuer traded by the plaintiff during the relevant period of time is of the total number of securities of the reporting issuer traded during the same relevant period of time;

(ii) "relevant period of time" means the time period commencing at the time of the filing of the document containing the misrepresentation or the time at which the document which was not filed should have been filed, as the case may be, and ending at the time the correction of the misrepresentation, or the document required to be filed under section 74, as the case may be, became public.

(7) Idem. - Notwithstanding clause (6)(b), where it appears to the court that the maximum amount of damages recoverable under this section calculated in accordance with subsection (4) will not be awarded, the court may increase the amount referred to in clause (5)(b) to such amount as it deems just and equitable in the circumstances, but the damages awarded to the plaintiff under this section shall not exceed the amount referred to in clause (5)(a).

(8) Limitation period. - No action shall be commenced under this section after the expiration of the earlier of,

(a) one year after the date upon which the plaintiff first learned of the misrepresentation or failure to file, as the case may be, described in subsection (1), and

(b) three years after the date upon which the document containing the misrepresentation was filed or the date upon which the document which was not filed should have been filed, as the case may be.

(9) No derogation of rights. - The right of action conferred by this section is in addition to and without derogation from any other right the plaintiff may have at law.

(10) Remedies exclusive. - Circumstances that give rise to a right of action of a person or company under section 126 or 127 shall be deemed not to give rise to a right of action of such person or company under subsection (1).

Request for Comments

The Commission welcomes comments from all interested parties on the issues raised in this document, including those issues listed on page 5. Comments should be forwarded for receipt by the Commission on or before January 14, 1985. If possible, ten copies of all comments should be forwarded to:

Ontario Securities Commission
Suite 1800
20 Queen Street West
Toronto, Ontario
M5H 3S8

Attention: Julie-Luce B. Farrell
Secretary to the Commission

The Commission des valeurs mobilieres du Quebec has also published a request for comments on the question of extending civil liability to continuous disclosure documents. The Commission will provide copies of any comments received to the Quebec Commission and to other interested Canadian securities administrators.

CHAPTER 7

INSIDER TRADING REPORTS

EXPLANATORY NOTES

Information contained in this section has been summarized from insider reports filed with the Commission.

The name of the issuer is followed by a brief description of the class of security, the name of the person or company reporting and his or its relationship to the issuer. If a person has an indirect interest in the securities reported, e.g.,through holding companies, affiliate companies, partnerships, trusts or other entities, this is shown. Symbols are used in the column "Transaction and Ownership Symbol" to indicate the nature of ownership i.e., direct or indirect. Similarly, the character of transactions is indicated provided the transactions are other than a purchase or sale. (See guide to symbols below):

GUIDE TO SYMBOLS

RELATIONSHIP (appearing after the name reported)

"B"	- Beneficial Owner (direct or indirect)of equity shares of a reporting issuer carrying more than 10% of the voting rights attached to all equity shares of the reporting issuer outstanding.
"D"	- Director of principal reporting issuer.
"DI"	- Director of an issuer or a reporting issuer which is an insider or subsidiary of the principal reporting issuer.
"K"	- Exercises control or direction (direct or indirect) of equity shares of a reporting issuer carrying more than 10% of the voting rights attached to all equity shares of the reporting issuer.
"S"	- Senior Officer of principal reporting issuer.
"SI"	- Senior Officer of an issuer or a reporting issuer which is an insider or subsidiary of the principal reporting issuer.

NATURE OF OWNERSHIP

No Symbol - Securities are beneficially owned directly.

Symbol #1 - The reporting person or company beneficially owns and/or has control or direction over securities which are held by a company, associate, partnership, trust or other entity.

CHARACTER OF TRANSACTION

No Symbol- purchase or sale
"A" - bequest or inheritance
"C" - compensation
"E" - exchange or conversion
"F" - exercise of rights, etc.
"G" - gift
"IR" - initial report
"M" - internal
"Q" - qualifying shares
"R" - redeemed (called, matured)
"T" - stock dividend
"V" - stock split
"X" - exercise of option
"Z" - distribution

*Returned for reconciliation purposes.

REPORTING ISSUER	INSIDER	SECURITY	REL'N	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
AGRA INDUSTRIES LIMITED	Hamer, Samuel J.	Class A	D	Oct/84		1000		6967
	Family Trust			--	1			30000
	Hamer Management Ltd.			--	1			3000
	Wife			--	1			7500
	Hamer, Samuel J.	Class B	D	--				5967
	Family Trust			Oct/84	1	1000		29000
	Wife			--	1			7400
AIGUEBELLE RESOURCES INC.	Hebert, Guy	Common	DS	Oct/84			22000	33000
ARGENTEX RESOURCE EXPLORATION CORP.	Dolson, Howard S.	Common	DS	--	IR			190001
		Preference		--	IR			250000
AMERADA HESS CORPORATION	Hess, Leon	Common	DSB	Oct/84	G		20000	8885075
	Indirect Holdings			--	1			1623764
	Laing Jr., Donald		S	Oct/84	X	5048		29342
AMERICAN EAGLE PETROLEUMS LIMITED	Libin, Alvin G.	Common	SI					
	Balmon Holdings Ltd.			Oct/84	1	20000		56720
AMERICAN EXPRESS COMPANY	Weill, Sanford I.	Common	DS	Oct/84			100000	354999
	Wife			--	1			1140
ARBOR CAPITAL RESOURCES INC.	Wilson, Philip L.	Class A Voting	DS	Oct/84		3400		10470
ARGCEN HOLDINGS INC.	Hamilton, B. Myles	Common	SI	--	IR			1
	Radler, Franklin D.		DI	--	IR			127
	F. D. Radler Ltd.			--	IR1			1900
ATLANTIC COAST COPPER CORPORATION LIMITED	Atlantic Coast Copper Corporation Limited	Common		Oct/84		7500		38400
ATLANTIC RICHFIELD COMPANY	Duker, Brack W.	Common	S					
	Savings Plan			Jun/84	1	44		73
	Accumulation Plan			Jun/84	1	349		516
	Read, William M.			--				175
	Accumulation Plan Account			Jul/83	1	3		30
	Smith, Dwaine H.		S	--				3455
	Savings Plan			Oct/83	1	3503		3503
	Accumulation Plan			Oct/83	1	87		

REPORTING ISSUER	INSIDER	SECURITY	REL'N	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
ATLANTIC RICHFIELD COMPANY (Continued)	Smith, Dwaine H.	Common	S					
	Accumulation Plan			Jun/84	1	40		144
BP CANADA INC.	Perrault, Charles	Common	D	Oct/84	T	8		339
BAKERTALC INC.	Morgan, John H.	Common	DS	Oct/84		2000		121050
BANK OF MONTREAL	Mercaldo, Edward L.	Common	S	Jul/84			700	---
	Amended							
	Indirect Holding			Jun/84	1		580	270
	Sivright, John A.		SI	--	IR			100
	West, Byron K.		D	--	IR			1000
BANK OF MONTREAL MORTGAGE CORPORATION	West, Byron K.	Securities	DI	--	IR			---
BANK OF MONTREAL REALTY FINANCE LTD.	West, Byron K.	Securities	DI	--	IR			---
BANK OF NOVA SCOTIA, THE	Jordan, Sydney W.	Securities	S	--	IR			---
	Pierce, Robert L.	Common	D					
	Danebro Investments Ltd			Oct/84	1		43000	5300
BAY MILLS LIMITED	Farrell, Anthony	Common	S	Nov/84		5389		9394
	Scotchmer, Stephen R.		S	Oct/84		2500		18400
	D.P.S.P.			1984	1	92		18307
BELORE MINES LIMITED	Dorfman, Andre	Common	DS	Oct/84			22350	1
	Eustace, Michael A.		DS	Oct/84			22350	1
BLACKDOME EXPLORATION LTD.	Consolidated Barrier Reef Resources Ltd.	Common	B	Sep/84			95000	
	Amended			Oct/84		213000		513100
	Subsidiaries			--	1			455100
	Lau, Jurgen T.		D	--	IR			25900
BRAMALEA LIMITED	Perrin, Peter B.	Common	S	Oct/84		1000		52256
	Share Purchase Plans			Oct/84	1		1000	53653
	Incentive Stock Option Plan	Option		Aug/84	1	8125		17792

REPORTING ISSUER	INSIDER	SECURITY	REL'N	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
BRAMALEA LIMITED (Continued)	Ptak, David	Common	S	Oct/84			200	1605
	Trust for Son			--	1			200
	Share Purchase Plans			--	1			29661
BREAKWATER RESOURCES LTD.	Rollke, Karl H.	Common	D	Oct/84			1000	26800
BRITISH AMERICAN BANK NOTE INC.	Cole, John N.	Common	D	Oct/84	E		8800	---
BRITISH COLUMBIA FOREST PRODUCTS LIMITED	Connery, William J.	Common	S	Nov/84	T	107		8098
	Correll Jr., Alston D.		D	Nov/84	T	13		1013
	Dickey Jr., Charles D.		D	Nov/84	T	54		4104
	Flater, George G.		DS	Nov/84	T	19		1478
	Incentive Plan			Nov/84	T 1	64		4837
	Gardiner, William D. H.		D	Nov/84	T	34		2565
	MacFarlane, Gordon F.		D	Nov/84	T	16		1230
	Mead Corporation, The		B	Nov/84	T	97467		7317316
	Steen, William R.		S	Nov/84	T	4		304
	Spousal RRSP			Nov/84	T 1	14		1060
CAE INDUSTRIES LTD.	Koerner, Michael M.	Common	D					
	RRSP			Oct/84	1	700		700
	Nazca Holdings Ltd.			--	1			3000
CTG, INC	Wood, Donald O.	Common	D					
	MAAD Holdings Ltd.			Oct/84	1		10000	40000
CABOT TRUST COMPANY	Gambin, Emilio J.	Common	D	Oct/84		700		15150
CANADA NORTHWEST ENERGY LIMITED	Bergen, Ronald E.	Securities	SI	--	IR			---
CANADA PACKERS INC.	Canada Packers Inc.	Common		Oct/84		4100		
				Oct/84	R		4100	---
CANADIAN JOREX LIMITED	Eadie, John C.	Common	S	--				5100
	Mon Pro Investments Ltd			Oct/84	1	900		1500
CANADIAN UTILITIES LIMITED	Bergen, Ronald E.	Securities	SI	--	IR			---

REPORTING ISSUER	INSIDER	SECURITY	REL'N	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
CAROLIN MINES LTD.	Robbins, George H.	Common	D	Oct/84		3000		
				Oct/84			1000	2000
CHRYSLER CORPORATION	Denomme, Thomas G.	Common	S	Oct/84	X	3000		7000
CINEPLEX CORPORATION	Daniels, John H.	Common	D					
	Amended							
	Tiberius Film							
	Corporation			Oct/84	1	13200		
				Oct/84	1	8966		35366
	Daniels Joint Holdings							
	Limited			--	1			80630
	Second Daniels							
	Childrens Trust			--	1			302533
	Daniels, John H.	Preference	D	Oct/84	F	50000		50000
	Amended							
	In Trust for Daniels							
	Family Trust			Sep/48	F 1	153265		153265
	Richer, Jack	Common	D	Oct/84		56250		56250
		Preference		Oct/84		80000		102500
COLONIAL OIL & GAS LIMITED	Waterford Investments Ltd	Common		Oct/84		2000		32000
CONSOLIDATED-BATHURST INC.	Robichaud, E. C.	Common Series B	S	Sep/84	V	1006		2012
	Stangeland, Tor O.	Series B Common	D	Oct/84	M	11850		
				Nov/84	M	33750		78899
	Indirect Holding			Oct/84	M 1		11850	
				Nov/84	M 1		33750	140000
	Wagg, Timothy J.	Common A	S	Oct/84	V	9		
				Oct/84	M	5200		5218
	Nominee Mtl Trust			Oct/84	V 1	9500		
				Oct/84	M 1		5200	13800
	Wagg, Timothy J.	Common B	S	Oct/84	M	155		155
	Montreal Trust			Oct/84	V 1	586		
				Oct/84	M 1		155	1017
	Nominee Mtl Trust			Oct/84	V 1	2600		5200
	Nesbitt Thomson			Oct/84	V 1	330		660
CONSOLIDATED NOREX RESOURCES CORP.	Graham, David A.	Common	DS	Jun/84			30228	6036
	Amended							

REPORTING ISSUER	INSIDER	SECURITY	REL'N	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
CONSOLIDATED NOREX RESOURCES CORP. (Continued)	Graham, David A.	Common	DS					
	Amended							
	Indirect Holdings			Jun/84	1	30228		
				Oct/84	1	9750		166430
CONSOLIDATED RAMBLER MINES LIMITED	Consolidated Rambler Mines Limited	Common		Oct/84		6500		57300
CONSUMERS' GAS COMPANY LTD., THE	Waugh, Glen T.	Preferred	S	Oct/84		5000		5000
CONTINENTAL GROUP INC., THE	Betts, James F.	Common	S	Nov/48	E		13004	---
	Donahue, Donald J.		DS	Sep/84	T	11		
				Sep/84	G		2398	84841
	In Trust			--	1			1500
	DuBrul, Stephen M.		D	Nov/84	E		300	---
	Folts, John B.		S	Nov/84	E		6097	---
	Herbst, Walter W.		S	Nov/84	E		8763	---
	King Jr., Bruce R.		S	Oct/84	G		326	
				Nov/84	E		5955	---
	Kunz, Charles C.		S	Nov/84	E		3292	---
	Luci, James S.		S	Nov/84	E		15937	---
CORE.MARK INTERNATIONAL INC	Lerner, H. Jerome	Warrants	D					
	2801 Enterprises			Oct/84	1		10000	20000
CURRIE ROSE RESOURCES INC.	McLellan, Robert C.	Common	D	Oct/84			5000	55000
		Warrants		Oct/84		5000		
				Oct/84			10000	5000
CZAR RESOURCES LTD.	Teare, Charles A.	Common	D					
	RRSP			--	IR1			307
				Oct/84	1		307	---
DALE-ROSS HOLDINGS LTD	Parizeau, Robert	Common						
	Gerard Parizeau Ltd.			--	IR1			231883
	National Reinsurance Company of Canada, The			--	IR1			167573
	Dale-Ross Management Ltd.			--	IR1			103133

REPORTING ISSUER	INSIDER	SECURITY	REL'N	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
DICKENSON MINES LIMITED	Kachmar, John O.	Class A	DS					
	RRSP			Oct/84	1	1000		2100
DOMINION TEXTILE INC.	Cyr, J. V. Raymond	Common	D	--	IR			200
DU PONT CANADA INC.	Fox, F. Gerald	Class A Common	S	Nov/84			100	120
DUOMETNAL (1984) INC.	Gemini Mgt.	Common	B	Oct/84			103000	1057500
DYNAMAR ENERGY LIMITED	Cameron, Hugh T.	Common	SB	--				550700
	President of Cameron Containers Limited			Oct/84	1	4000		1139600
	Trustee of Deferred Profit Sharing Plan			--	1			27400
ECLIPSE CAPITAL CORPORATION	Thiessen, Robert J.	Common	DS	--	IR			30000
ECLIPSE RESOURCES CORP.	Erikson, Glen	Common	DS	Nov/84			100000	---
ERAMOSA TECHNOLOGY CORPORATION	Hammond, Frederick O.	Common	DI	--	IR			56300
ETHYL CORPORATION	Blanchard Jr., Lawrence E	Common	DS	--				49658
	Savings Plan			Oct/84	1	438		22293
	BlanchardJr., Lawrence E		DS					
	Wife			--	1			2000
	Elmore, E. Whitehead		S	--				400
	Savings Plan			Oct/84	1	836		13715
	Gautreaux, Marcelain F.		DS	--				13276
	Savings Plan			Oct/84	1	163		10748
	Gill, James M.		DS	--				14190
	Savings Plan			Oct/84	1	225		14811
	Horn Jr., Albert B.		D	Oct/84	G		500	10944
	Moser, Roger A.		S	Jul/84	T	18		
				Oct/84	T	16		
				Nov/84	G		153	4869
	Savings Plan			Oct/84	1	77		4262
	Wikman, Andrew O.		S	--				2846
	Savings Plan			Oct/84	1	147		9762
	Wilkins Jr., Ray		S	--				2250

REPORTING ISSUER	INSIDER	SECURITY	REL'N	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
ETHYL CORPORATION (Continued)	Wilkins Jr., Ray	Common	S					
	Savings Plan			Oct/84	1	96		5482
	Wright, Jack C.		S					
	Savings Plan			Oct/84	1	132		8560
EXALL RESOURCES LIMITED	Denison Mines Limited	Common	B	Dec/83	E	1053849		
	Amended			Dec/83		208333		1424682
FCA INTERNATIONAL LTD.	Kopp, George F.	Common	D	Aug/84			1000	---
FIDINAM PROPERTIES INC.	Banca Della Svizzera Italiana (Overseas) Ltd. *	2nd Preference	B					
	Offshore Companies			Aug/84	E 1	1614		16059
		Common		Aug/84	E 1	1220463		12143890
	Tettamanti, Tito *	2nd Preference	DSB					
	Offshore Companies			Aug/84	E 1	6641		46871
		Common		Aug/84	E 1	5022020		35444274
FINANCIAL TRUSTCO CAPITAL LTD.	Whitney, Robert D.	First Pref. Series A	S	Oct/84		20000		20000
FORD MOTOR COMPANY OF CANADA LTD.	Ford Motor Company	Common	B	Sep/84		7000		
				Oct/84		2690		7464527
	Harrigan, Kenneth W.		DS	Oct/84			400	50
FORD MOTOR COMPANY	Caldwell, Will M.	Common	DS	Oct/84			2909	24654
	Compton, W. Dale		S	Oct/84			3700	5865
	Wife			--	1			214
	Compton, Donald L.			--	1			93
	Compton, Duane A.			--	1			93
	Gilmour, Allan, D.		S	Oct/84			16531	---
	Harrigan, Kenneth W.		DISI	Oct/84			1000	1539
	Mackenzie, Gordon B.		S	Oct/84			13003	2371
	Jointly with Wife			--	1			187
	Trotman, Alexander J.		S	Oct/84	X	4005		
				Oct/84	M		4005	---

REPORTING ISSUER	INSIDER	SECURITY	REL'N	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
FORD MOTOR COMPANY (Continued)	Trotman, Alexander J.	Common	S					
	Joint Owner			Oct/84	M 1	4005		4005
G.E.F. MANAGEMENT LIMITED	A.G.F. Management Limited	Common	B	Oct/84		26		16355
GALVESTON PETROLEUMS LTD.	Pezin, Murray	Common	D	Oct/84		2500		
				Oct/84			22000	48300
	Ventora Res. Ltd.			--	1			675000
	Mac-Am Res. Corp.			--	1			224200
	Deep South Pete Inc.			--	1			30000
	Texpez Oil & Gas Corp.			--	1			30000
GENERAL MOTORS CORPORATION	Brown, Barton	Common	S	Oct/84	X	1540		
				Oct/84			805	3090
	Savings Stock Purchase Program			--	1			2651
	Wife			--	1			145
	Morgan Guaranty Trust Co.			--	1			111
	Eaton, Robert J.		S	Oct/84	X	2330		
				Oct/84			1295	2729
	Jointly with Wife			--	1			99
	Savings Stock Purchase Program			--	1			531
	Jones, Courtney F.		S	Oct/84			1053	1260
	Wife			--	1			65
	Savings Stock Purchase Program			--	1			207
	Vorhes, James G.		S	--				1220
	James G. Vorhes Trust			Oct/84	G 1		110	4231
	Savings Stock Purchase Program			--	1			1371
	Wife			--	1			90
GENSTAR CORPORATION	Bannister, Walter S.	2nd Preferred Series SP-84	S	Nov/84		3000		3000
	Chase, John H.		S	Oct/84		900		900
	Clarke, John	Common	DI	Nov/84		450		450
	Hartos, John F.		DI					
	Stock Purchase Plan			Nov/84	1	650		1750
	Kehoe, Paul J.	2nd Preferred Series SP-84	S	Oct/84		2500		2500

REPORTING ISSUER	INSIDER	SECURITY	REL'N	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
GENSTAR CORPORATION (Continued)	Kehoe, Paul J.	Common	S	1983-4	T	10		411
	MacNaughton, Angus A.	2nd Preferred Series SP-84	DS	Oct/84		21250		21250
	McNamara, C. J. Byrne		S	Oct/84		850		850
	Michals, George F.		S	Oct/84		4500		4500
	Paterson, Richard D.		S	Oct/84		3000		3000
	Riva, Harry J.	Common	DI	--	IR			850
	Turner, Ross J.	2nd Preferred Series SP-84	DS	Oct/84		21250		21250
GLENCAIR RESOURCES INC.	Garrigue-Slayton, Marie-Ange	Option	S	--	IR			50000
GOGAMA RESOURCES INC.	Ferguson, Harry	Common	DSB	--	IR			1
	593348 Ontario Corp.			--	IR1			220000
		Special Preference		--	IR1			500000
GOLDEN SHADOW RESOURCES INC	Shadowfax Resources Ltd.	Common	B	Nov/84			37000	630200
GOLDEN KNIGHT RESOURCES INC.	Cottrell, Raymond R.	Securities	DS	--	IR			---
	Gilmer, J. Brian		D	--	IR			---
	May, John L.		D	--	IR			---
	McDonald, Richard A. B.	Common	DS					
	B-Mac Trading Inc.			--	IR1			970800
	Witzel, Paul T.		S					
	278177 Alberta Ltd.			--	IR1			21200
GOLDQUEST EXPLORATION INC.	Kachmar, John O.	Common	DS	Mar/84	C	600		
				Oct/84			1600	2000
		Flow-thru		Mar/84	C		600	---
GROUPE CANAM MANAC INC.	Caisse de depot et placement du Quebec	Class B	B	--	IR			800000

REPORTING ISSUER	INSIDER	SECURITY	REL'N	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
GUARANTEE COMPANY OF NORTH AMERICA, THE	Princeton Holdings Limited	Common		Oct/84		320		123790
GUARANTY TRUST COMPANY OF CANADA	Gormley Investments Limited	Common	B					
	Traders Group Limited			Oct/84	1	3		12070873
HALLIBURTON COMPANY	Leon, Leonard	Common	D	Oct/84			730	37281
	Wife			--	1			1200
HAYES-DANA INC.	Mackay, Donald R.	Common		Oct/84			25	1727
HUMBOLDT ENERGY CORPORATION	Teare, Charles A.	Common	DS	Oct/84	E		1174530	---
	Trust			--	1			210
	Teare, Charles A.	Subordinate Voting	DS	Oct/84	E	1174530		
				Oct/84			10405	1262000
	RRSP			--	1			21012
INTERNORTH INC.	Belfer, Robert A.	Common	DB	--				391903
	Trusteed Investment Plan			Oct/84	1	446		599
	Wife			--	1			625
	Trustee for Wife Children			--	1			4370
	Co-Trustee			--	1			4025
				--	1			22000
	Burls, Frederick A.		S					
	Trusteed Investment Plan			Oct/84	1	151		2639
	Stock Ownership Plan			--	1			912
	Dalton, Vern E.		S					
	Trusteed Investment Plan			Oct/84	1	125		2055
	Stock Ownership Plan			--	1			600
	Dienstbier, Daniel L.		DISI					
	Trusteed Investment Plan			Oct/84	1	252		5406
	Stock Ownership Plan			--	1			801
	Wife Custodian for Children			--	1			300
	Gardner, Dan L.			--				17344

REPORTING ISSUER	INSIDER	SECURITY	REL'N	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
INTERNORTH INC. (Continued)	Gardner, Dan L.	Common						
	Trusteed Investment Plan			Oct/84	1	388		11109
	Stock Ownership Plan			--	1			964
	Children			--	1			170
	Kaiser, Louis H.		S					
	Trusteed Investment Plan			Oct/84	1	41		41
	LoChiano, Rocco		S	--				28555
	Trusteed Investment Plan			Oct/84	1	438		14553
	Stock Ownership Plan			--	1			1068
	Jointly with Wife			--	1			1800
	Jointly with Mother			--	1			1028
	Wife			--	1			42
	McClymond, James M.		S					
	Trusteed Investment Plan			Oct/84	1	205		3589
	Stock Ownership Plan			--	1			926
	Sawtell, Stephen M.		S	--				5049
	Trusteed Investment Plan			Oct/84	1	154		6877
	Stock Ownership Plan			--	1			889
	Custodian for Daughter			--	1			34
	Custodian for Son			--	1			60
	Segnar, Samuel F.		DS	--				34450
	Trusteed Investment Plan			Oct/84	1	689		19181
	Stock Ownership Plan			--	1			1069
	Son			--	1			100
	Daughter			--	1			400
	Trust for Daughter			--	1			800
	Trust for Son			--	1			800
	Severa, Gordon L.		S	--				9300
	Trusteed Investment Plan			Oct/84	1	502		18611
	Stock Ownership Plan			--	1			1069
	Jointly with Mother			--	1			250
	Wife			--	1			3000
	Wife Trusteed for Daughters			--	1			3100
	Snow, Luther D.		S	--				107

REPORTING ISSUER	INSIDER	SECURITY	REL'N	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
INTERNORTH INC. (Continued)	Snow, Luther D.	Common	S					
	Trusteed Investment Plan			Oct/84	1	103		263
	Stock Ownership Plan			--	1			200
	Strauss, Willis A.		D	--				56399
	Trusteed Investment Plan			Oct/84	1	883		55854
	Stock Ownership Plan			--	1			1069
	Wife			--	1			2526
	Thompson, Washington G.		S	--				15000
	Trusteed Investment Plan			Oct/84	1	321		7155
	Stock Ownership Plan			--	1			1041
	Wallace, Dean W.			--				2200
	Trusteed Investment Plan			Oct/84	1	244		3477
	Stock Ownership Plan			--	1			947
	White, James W.		S	--				1400
	Trusteed Investment Plan			Oct/84	1	155		2968
	Stock Ownership Plan			--	1			778
IPSCO INC.	Osler, Gordon P.	Common	DDI	Jun/84	V	1843		
				Oct/84	F	940		4626
	Slater Steels Corporation		B	Nov/84			2161984	---
IRWIN TOY LIMITED	Irwin, Thomas B.	Voting Ordinary	S	Oct/84			1200	46780
JOHNSON & JOHNSON	Clare, David R.	Common	DS	--				62317
	Trust for Sons			Oct/84	Z 1		200	2746
	Wife			--	1			6665
	Son			--	1			480
	Trust for Daughters			--	1			1966
	Markey, Andrew J.		S	Oct/84	X	135		3260
	Daughter			--	1			15
	Quilty, Arthur M.		D	Oct/84	G		1900	18029
	Wife			Oct/84	G 1	1000		4710
	Willaman, Verne M.		D	Oct/84	X	1584		14543
	Daughter			--	1			795
	Son			--	1			795

REPORTING ISSUER	INSIDER	SECURITY	REL'N	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
JOHN LABATT LIMITED	Omstead, Leonard H.	Common	DISI	--	IR			100
	Omstead, Ronald R.		DISI	--	IR			100
LACANA MINING CORPORATION	Lawford, Peter E.	Common	S	Oct/84			1000	7000
LAIDLAW TRANSPORTATION LIMITED	Thiessen, Abram J.	9 3/4 Preferred		--	IR			3300
		Common A		--	IR			5000
		Common B		--	IR			18000
LAMBDA MERCANTILE CORPORATION	Litwin, Fred A.	Common	DS	--				29505
	Mutec Equities Ltd.			Nov/84	1		3800	1160865
A.E. LEPAGE CAPITAL PROPERTIES	Crawford, David C.	Units	DISI					
	Scottish Investment Company Limited, The			Oct/84	1	500		1800
		Warrants		Aug/84	1	800		
				Oct/84	1	1200		5800
LOGISTEC CORPORATION	Gouradeau, Paul	Common	D	Oct/84			5000	1000
	Registered Pension Fund			--	1			5000
	2157-7036 Quebec Inc.			--	1			35000
LONDON SILVER CORPORATION	Blumkin, Bennett	Common	S	Oct/84		2000		
				Oct/84			2000	---
	Schaffer, Michael		DS	--				37500
	Indirect Holdings			Oct/84	1		26000	90300
LOUISIANA LAND AND EXPLORATION COMPANY, THE	Lyles, John O.	Common	S	Oct/84		2500		7500
LUMONICS INC.	Scaroni, James H.	Common	S					
	James & Lynette Scaroni Family Trust			--	IR1			74365
M & M PORCUPINE GOLD MINES LIMITED	Barlow, Angela E.	Common		--	IR			47500
MACMILLAN BLOEDEL LIMITED	Lawson, James H.	Common	S	Apr/84			716	---
MADISON OIL & GAS LIMITED	Brown, Robert A.	Common		--				6833

REPORTING ISSUER	INSIDER	SECURITY	REL'N	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
MADISON OIL & GAS LIMITED (Continued)	Brown, Robert A.	Common						
	Brown & Doroz Management Ltd.			Oct/84	1	11200		44390
MAGNA INTERNATIONAL INC.	Hottinger, Michael R.	Class B	S	Oct/84		2500		11000
MASCOT GOLD MINES LIMITED	Ewanchuk, Henry G.	Common	D	Oct/84			145093	145092
	Saxton, Paul F. *		S	Oct/84			19000	---
	Tam, Anthony H. *		S	Oct/84			21200	---
MASTER RESOURCES DEVELOPMENTS LIMITED	Bourne, Donald A.	Securities	D	--	IR			---
	Murr-Jo Investments Limited	Common	B	--	IR			625581
	Newbury, Robert G.	Securities	S	--	IR			---
	Sadowski, John H.		DS	--	IR			---
MCDONALD'S CORPORATION	Kos, Bonnie M.	Common	S	Oct/84	X	6167		8460
	Natysin, David S.		S	--	IR			101
				Sep/84	V	50		151
	Vuinovich, Sharon L.		S	--	IR			12
				Sep/84	V	9		27
METALORE RESOURCES LIMITED	Bishop, Walter S.	Common	D	--				1
	Beltree Holdings Limited			Oct/84	1	1500		21900
	Birnamwood Investment Limited			--	1			7200
MIKES SUBMARINES INC.	New Venture Equities Ltd.	Common	B	Oct/84			1000	334155
MITEL CORPORATION	Matthews, Terence H.	Common	D	Oct/84			50000	6990000
	92445 Canada Ltd.			--	1			310000
	Wife			--	1			16200
MONENCO LIMITED	Carey, Lawrence A.	Common	D	Oct/84			10000	13540
MONTREAL TRUSTCO INC.	Desmarais, Paul	Series A Common	B					
	Power Financial Corporation			Nov/84	1	596000		1696000

REPORTING ISSUER	INSIDER	SECURITY	REL'N	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
MONTREAL TRUSTCO INC. (Continued)	Desmarais, Paul	Series A Common	B					
	Investors Securities Management Ltd.			--	1			4552124
MORGAN HYDROCARBONS INC	Harris, Edmund A.	Common	S	Oct/84		76		3941
	Holton, Norman W.		S	Sep/84		119		
	Amended			Oct/84		98		6048
	Mayaro Petroleums Ltd.			--	1			12007
	Spouse			--	1			12007
	Hopwood, Terrence J.		S	Oct/84		84		1712
	Lawson, James E.		S	Oct/84		86		1478
	McPherson, A. Neil		S	Oct/84		78		1590
	Shepherd, Donald W.		S	Oct/84		108		5848
NABISCO BRANDS, INC.	Thompson, Keith C.	Common	S	--				173
	Wife			Oct/84	1		202	---
NATIONAL RESOURCE EXPLORATIONS LTD.	Charpentier, Joseph A.	Common	DS	Oct/84			749	246626
NATIONAL VICTORIA & GREY TRUST COMPANY	National Victoria and Grey Trustco Limited, The	Common	B	Oct/84	E	40040		15739328
NEARCTIC RESOURCES INC	Sullivan, Patrick J.	Common	DS	Oct/84		5000		25000
NEW BRUNSWICK TELEPHONE CO. LTD., THE	Bujold, Simon L.	Common	D	Oct/84	T	16		770
	Buzas, Alfons		D	Oct/84	T	222		772
	Colter, Burton D.		D	Oct/84	T	85		1550
	Landry, Alfred R.		D	Oct/84	T	11		553
	Lawson, Gerald B.		D	Oct/84	T	20		968
	McCain, Andrew H.		D	Oct/84	T	343		6742
	Michaud, Raymond		D	Oct/84	T	11		540
	Reid, John T.		S	--				3717

REPORTING ISSUER	INSIDER	SECURITY	REL'N	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
NEW BRUNSWICK TELEPHONE CO. LTD., THE (Continued)	Reid, John T.	Common	S					
	Dividend Reinvestment Plan			Oct/84	T 1	1		1820
	Savoie, J. T. Richard		D	Oct/84	T	11		549
NORANDA INC.	Toivanen, Markku R.	Common	S	Sep/84		267		7601
NORMICK PERRON, INC.	Carrier, Raymond	Common	S	Oct/84		75		1587
NORTHERN AND CENTRAL GAS CORPORATION LIMITED	Norcen Energy Resources Limited	3rd Pref. C	B	Oct/84	R		46000	276000
NORTHERN TELECOM LIMITED	Garvey, Howard	Common	DI	--	IR			300
	Shareholder Dividend Reinvestment and Stock Purchase Plan			--	IR1			185
	Glave, Frederick E.		DI	--	IR			300
OAKWOOD PETROLEUMS LTD.	Oakwood Petroleums Ltd.	Warrants		Oct/84		1000		69470
OCCIDENTAL PETROLEUM CORPORATION	Daniel, Elmer L.	Common	S	Oct/84	X	504		12991
	Thrift Plan			--	1			9087
OFFSET NATURAL RESOURCES LTD.	Tokarsky, John T.	Common	DS	Nov/84	X		20000	
				Nov/84		20000		20001
	Indirect Medium			--	1			2500
PAN AMERICAN MINERALS CORPORATION	Parks, Samuel C.	Common	DS	--	IR			163600
PANCONTINENTAL OIL LTD	Bradley, Allen R.	Common	S	Jan/84		5769		5769
	Crow River Resources Ltd.			--	1			43110
	Thompson, Frederick R.		S	--		4632		36506
	Walaski, James T.		DS	--		25317		25317
	Mainfield Gas & Oil Ltd			--	1			174349
PEGASUS GOLD INC.	Kutney, Peter R.	Common	D	Oct/84			375	40770
PEGA CAPITAL RESOURCES LTD.	Butcher, T. Edward R.	Common	D	--	IR			163740
		First Preference		--	IR			20171

REPORTING ISSUER	INSIDER	SECURITY	REL'N	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
PENN WEST PETROLEUM LTD.	Carter, Terence R.	Common	S	Oct/84		3600		6600
	Krukoff, Floyd N.		S	Oct/84		3000		38330
PLEXUS RESOURCES CORPORATION	Ditto, Arthur H.	Common	DS	Oct/84			2500	379200
POCO PETROLEUMS LTD	Woods, William B.	Common						
	Holding Company			Oct/84	1	1000		1148
PONDER OILS LTD.	Nissen, Eric	Common	DS	Oct/84		22000		2582467
POTTER DISTILLERIES LTD	MacLean, John Ross	Class A	D	Jun/84			600	---
	MacLean Enterpises Ltd.			--	1			33917
	MacLean, John Ross	Class B	D	Jun/84			400	---
	MacLean Enterprises Ltd.			--	1			979
POWER CORPORATION OF CANADA	Pitfield, P. Michael	Subordinate Voting	DI	--	IR			7500
	NMP Investments Ltd.			--	IR1			500
PRODECO OIL & GAS CO. LTD.	Roeschinger, Helmut W.	Class A	D	Oct/84		75000		75000
	Indirect Medium			--	1			8527982
PROVIGO INC.	Ponton, Gerald A.	Common	D	Oct/84		293		293
	Turmel, Antoine		D	Nov/84			200000	523400
PUBLIC SERVICE ELECTRIC AND GAS COMPANY	James, Carroll D.	Common	S	Oct/84		8		897
	By Wife			--	1			60
QUAKER OATS COMPANY, THE	Roeser, Thomas F.	Common	S	Oct/84	X	900		1200
QUEBEC-TELEPHONE	Belzile, Herve	Common	D	Oct/84		9		464
REA GOLD CORPORATION	MacLean, Elizabeth J.	Common	D	Oct/84		3500		
				Oct/84			3500	11500
	Jam Ventures Inc.			--	1			1000
	Reaugh, Larry W.		D	Aug/84		1000		
	Amended							
				Aug/84			7800	102800
				Sep/84			7100	95500
				Oct/84		1000		
				Oct/84			11600	84900

REPORTING ISSUER	INSIDER	SECURITY	REL'N	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
REA GOLD CORPORATION (Continued)	Reaugh, Larry W.	Common	D					
	Amended							
	L & L Drilling, a Co.			Aug/84	1		3000	
				Aug/84	1		300	47246
REALCAP HOLDINGS LIMITED	Ades, Ralph M.	Class A	S	Oct/84		700		6280
REDAURUM RED LAKE MINES LIMITED	Cummins, William W.	Common	DS	Oct/84	F	4294		333211
REED STENHOUSE COMPANIES LIMITED	Gyles, Cedric G. E.	Common A	D	Sep/48	T	266		
				Nov/84			150	18069
REXWOOD PRODUCTS LIMITED	Ramsay, Peter R.	Common	D	Nov/84		445		685
ROLLAND INC.	Duplessis, Guy	Class A	S	Oct/84			300	---
ROXY PETROLEUM LTD.	Hudson's Bay Company	Common	B	--				10716872
	Hudson's Bay Company Investments Limited			Oct/84	1	103912		11119965
ROYAL BANK OF CANADA, THE	Rasmussen, L. Merrill	Common	D	Aug/84		111		
				Oct/84		600		7011
ROYAL TRUSTCO LIMITED	Harker, william C.	Common		--	IR			30000
SCEPTRE RESOURCES LIMITED	Ambrose, Ronald W.	Common	S					
	Employee Savings Plan			Sep/84	1	753		2907
	Emes, Allen F.		S					
	Employee Savings Plan			Sep/84	1	550		4758
		Second Preferred Series A		Aug/84	1	21		784
	Freeman, Gary W.	Common	S					
	Employee Savings Plan			Sep/84	1	550		4844
	Inbusch, Stephen N.		S					
	Employee Savings Plan			Sep/84	1	1507		2080
	Retirement Account			--	1			350
	Merrill Lynch Pierce Fenner & Smith Inc.			--	1			250
	Leahy, Mary J.	Second Preferred Series A	S					
	Employee Savings Plan			Sep/84	1	2		99

REPORTING ISSUER	INSIDER	SECURITY	REL'N	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
SCEPTRE RESOURCES LIMITED (Continued)	Stan, Kenneth R.	Common	S					
	Employee Savings Plan			Sep/84	1	324		324
	Weber, Stanley G.		S					
	Employee Savings Plan			Sep/84	1	348		3765
SCOTT'S HOSPITALITY INC.	Arrell, Hugh A.	Class C	D					
	Amended							
	RRSP			Aug/84	1	500		4000
	Arrell Family Trust			Aug/84	1	1000		1000
	RRSP	Common		Aug/84	1		500	---
SHADOWFAX RESOURCES LTD.	Schwartz, Harry	Common	S	--				85500
	Amended							
	Cisary Management Co. Ltd.			Sep/84	1	4000		20900
SHEPHERD PRODUCTS LIMITED	MacKenzie, Donald A.	Common	S	Nov/84	T	453		27745
	Wells, Bruce J.		D	Oct/84		108		6634
LA SOCIETE MINIERE LOUVEM INC.	Gilbert, Josaphat E.	Common	D	Oct/84		33		901
SONOR INVESTMENTS LIMITED	Sonor Investments Limited	9% First Preference		Nov/84		400		
				Nov/84	R		400	---
SORREL RESOURCES LTD.	Hodge, Robert W.	Common		Oct/84			1000000	215202
SPARTON RESOURCES INC	Matthews, Timothy P.	Common	DS	--				1148560
	Held in a Joint Account			Oct/84	1	42500		42500
STANDARD OIL COMPANY (INDIANA)	Binzel, Philipp W.	Common	S	Nov/84	X	1580		
				Nov/84	E	694		9934
STANDARD TRUSTCO LIMITED	McCutcheon, Susan E. M.	Common	D	Oct/84	T	30		1327
	Willoughby, Bertram E.		D	Oct/84		759		32887
	Trans Canada Holdings Limited			Oct/84	1	806		34912
	RRSP			Oct/84	1	284		12332
STRAND OIL & GAS LTD.	Worobec, Joseph W.	Common	DS	Nov/84			50000	150000
	Indirect Medium			--	1			253700
STRATHFIELD OIL & GAS LTD	Hoffmann, Christopher S.L	Common	D	Sep/84		3000		3000

REPORTING ISSUER	INSIDER	SECURITY	REL'N	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
STRATHFIELD OIL & GAS LTD (Continued)	Hoffmann, Christopher S.L	Common	D					
	RRSP			Sep/84	1	833		5833
SULPETRO LIMITED	Mychaluk, Morley W.	Class B Common	S	Nov/84			1500	11398
SUMACH RESOURCES INC.	McDonald, John W.	Common	D	Oct/84		50000		136518
SUMTRA DIVERSIFIED INC.	Foster, David J.	Common	B					
	Durham Securities Corporation Limited			--	1			13678
	Randall-Shawn Investments Limited			--	1			102224
	Gailgary Investments Limited			Oct/84	1	2666		
				Oct/84	1		3500	123782
SUPERIOR ACCEPTANCE CORPORATION LIMITED	Posluns, Elsie	Class A	B	--	IR			61125
		Class B		--	IR			64500
SYSTEMHOUSE LTD.	Sandiford, Peter A.	Class A Common	S					
	103593 Canada Limited			Oct/84	1	113600		
				Oct/84	1		500	231880
		Preferred		Oct/84	1	13800		
				Oct/84	1		500	13300
	Udaskin, Stan	Class A	S	Feb/84		1928		
				Oct/84		5000		7027
TEESHIN RESOURCES LTD	Brewster, Norman E.	Common	D	Oct/84			4400	43466
	Indirect Medium			--	1			6667
TENNECO INC.	Bernacki, Edward J.	Common	S	--				21
	Thrift Plan			Oct/84	1	27		283
	Blakely, Robert T.		S					
	Thrift Plan			Oct/84	1	60		1214
	Daniels, H. E.		S	--				100
	Thrift Plan			Oct/84	1	38		5719
	ADRS Plan			--	1			60
	Son			--	1			5
	Ewell Jr., Vincent F.		S					
	Thrift Plan			Oct/84	1	49		4213
	Ketelsen, James L.		DS	--				19500

REPORTING ISSUER	INSIDER	SECURITY	REL'N	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
TENNECO INC. (Continued)	Ketelsen, James L.	Common	DS					
	Co-trustee of Trust			--	1			264
	Thrift Plan			Oct/84	1	95		10669
	Marks, Raymond H.		S	--				4000
	Thrift Plan			Oct/84	1	70		13320
	Menikoff, Peter		S	--				212
	Custodian for Daughter			--	1			212
	Thrift Plan			Oct/84	1	39		408
	Meyer, M. W.		S					
	Thrift Plan			Oct/84	1	49		7566
	Miller, Robert H.		S	--				771
	Thrift Plan			Oct/84	1	44		5076
	Otto, Kenneth L.		S					
	Thrift Plan			Oct/84	1	20		837
	Reese, Kenneth W.		DS					
	Thrift Plan			Oct/84	1	54		6076
	Robinson, Richard A.		S	--				362
	Wife			--	1			300
	Thrift Plan			Oct/84	1	45		4194
	Sapp, Walter W.		S					
	Thrift Plan			Oct/84	1	52		2657
	Sitter, William H.		S					
	Thrift Plan			Oct/84	1	58		2172
	Tunnell, Byron		S	--				1000
	Thrift Plan			Oct/84	1	36		3491
TERRA MINES LTD.	Shearer, Douglas H.	Common	D	Oct/84			6510	20907
TEXAS EASTERN CORPORATION	Bufkin, I. D.	Common	DS	Oct/84		97		22278
	Employee Stock							
	Purchase Plan			--	1			12204
	Conaway, J. M.		S	Oct/84		9		512
	Employee Stock							
	Purchase Plan			--	1			116
	Children			--	1			97
	Smith, A. F.		D	Sep/84		147		

REPORTING ISSUER	INSIDER	SECURITY	REL'N	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
TEXAS EASTERN CORPORATION (Continued)	Smith, A. F.	Common	D	Oct/84		97		4227
	Wichlep, F.		SI	Oct/84			63	144
	Employee Stock Purchase Plan			--	1			25
THIRD CANADIAN GENERAL INVESTMENT TRUST LIMITED	Pitfield, Ward C.	Common	DS	Mar/84	T	155		
	Amended			Jun/84	T	154		
				Aug/84		7030		19978
TIBER ENERGY CORPORATION	Hilland Jr., Douglas M.	Common	S	Oct/84	X	10000		12500
	Skinner, Brian A.		DS	Oct/84		600		86108
TORONTO-DOMINION BANK	Hudson, James F.	Common	S	Oct/84		23		1838
TOTAL PETROLEUM (NORTH AMERICA) LTD.	Compagnie Francaise Des Petroles	Common	B	Oct/84		45000		9676516
	Dunoyer, Philippe	Warrants	DS	Oct/84		3000		5000
	Total Petroleum (North America) Ltd.			Nov/84		30000		30000
TRANS MOUNTAIN PIPE LINE COMPANY LTD	Lockwood, Ernest J.	Common	S	--				353
	Company's Savings Plan			Oct/84	1	51		500
TRANSALTA UTILITIES CORPORATION	Bergen, Ronald E.	Securities	S	--	IR			---
	Tri-Star Resources Ltd.	Common	B	Oct/84		64200		1012400
TRANSCONTINENTAL RESOURCES LIMITED	Milner, John R.	Common	DS	DIS				
	Renlim Investments Limited			Oct/84	1	8000		1033100
	Wife			--	1			88500
	E.L. Investments Limited			--	1			917554
	Renlim Investments Limited		B	Oct/84		8000		1033100
TRANSALTA RESOURCES CORPORATION	Bergen, Ronald E.	Securities	SI	--	IR			---

REPORTING ISSUER	INSIDER	SECURITY	REL'N	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
TRIMAC LIMITED	McGeachy, D.D.C.	Common						
	Nechako Investments Ltd			Nov/84	1	16400		200000
TRIZEC CORPORATION LTD.	Milavsky, Harold P.	Class A Subordinate Voting Ordinary	S	Nov/84		30000		30000
TUDOR ENERGY CORPORATION	Cunningham, William D.	Common	DS	Oct/84			4900	156354
	Dragon Enterprises Inc.			Oct/84	1		4100	116116
	Levine, Philip F.		D	Oct/84			3000	304054
	Tudor Energy Corporation Ltd.			Oct/84		11400		
				Oct/84	R		11400	---
ULSTER PETROLEUMS LTD.	Ulster Petroleums Ltd.	Common		Oct/84		10000		
				Nov/84	R		10000	
				Nov/84		29800		
				Nov/84	R		29800	---
UNICAN SECURITY SYSTEMS LTD.	Switzer, Jack L.	Common	D	--				13600
	Jamor Ltd.			Oct/84	1		20000	31160
UNICORP CANADA CORPORATION	Brenzel, Lawrence A.	Class A	D	--				29200
	L.A. Brenzel Securities Ltd.			Oct/84	1		800	
				Oct/84	1	500		85902
	Brenzel, Lawrence A.	Class B	D	--				15000
	L.A. Brenzel Securities Ltd.			Oct/84	1	500		
				Oct/84	1		700	2500
	Brenzel, Lawrence A.	Pfd. A .80	D	--				100
	L.A. Brenzel Securities Ltd.			Oct/84	1	400		400
UNION CARBIDE CORPORATION	Tomfohrde III, Heinn F.	Common	S	Oct/84	T	1273		2793
UNION GAS LIMITED	Bradley, John D.	Common	D	Jun/84		900		
				Sep/84		29000		30000
UNITED STATES STEEL CORPORATION	Masciantonio, Philip X.	Common	S	Oct/84		200		516
	Usher, Thomas J.		S	1984		4		

REPORTING ISSUER	INSIDER	SECURITY	REL'N	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
UNITED STATES STEEL CORPORATION (Continued)	Usher, Thomas J.	Common	S	Oct/84		410		414
UNITED WESTBURNE INDUSTRIES LIMITED	Westburne International Industries Ltd.	Common	B	Nov/84		2400		8747035
VS SERVICES LTD.	Chant, Dixon S.	Common	DS	Sep/84		2418		
				Oct/84			1500	15001
VTL VENTURE EQUITIES LTD.	Litwin, Fred A.	Common	B	--				935526
	Lambda Mercantile Corporation			Nov/84	1		8000	1189906
VANGUARD TRUST OF CANADA LIMITED	Prevex Holding Inc.	Common	B	--	IR			897500
L.A. VARAH LTD.	Karnco Holdings Ltd.	Common		Oct/84		30000		30000
VERSATILE CORPORATION	McKeen, George B.	Class A Common	D					
	McKeen Investments Ltd.			Oct/84	1		1203	---
VESTGRON MINES LIMITED	Hansen, Poul	Common	DS	1984		550		
				Sep/48			550	---
HIRAM WALKER RESOURCES LTD.	Alfaro, Humberto	Common	SI	Oct/84	X	1425		
				Oct/84			1425	18
	Deakin, Douglas E.	7 1/25 Conv. Preferred	SI	Oct/84			670	2500
	Hills, Glenn J.	Common	S	Oct/84			29	---
	Waugh, Glen T.		SI	Oct/84	T	49		1562
WALWYN INC	Ferguson, Jouk	Common	SI	Oct/84		339		717
WATERLOO MANUFACTURING COMPANY LIMITED, THE	Dingwall, William G.	Common	D	Oct/84		8887		8899
	RRSP			Oct/84	1		21	---
	Kraemer, John		S	--	IR			221
WESTMIN RESOURCES LIMITED	Miller, Douglas W.	Common	DS	Oct/84		5000		
				Oct/84			5000	1000
	In Trust			--	1			210
WHARF RESOURCES LTD.	Raftery, David W.	Common	S	Oct/84		1700		6700

REPORTING ISSUER	INSIDER	SECURITY	REL'N	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
WILSHIRE ENERGY RESOURCES INC.	Lochorne, Robert S.	Common	B	1984			136000	167772
WIX INC.	Hayes-Dana Inc.	Common	B	--	IR			378381
	Kerr, David W.		D	Nov/84			500	---

REPORT UNDER SECTION 113 OF THE ACT

MANAGEMENT COMPANY	SELLER	PURCHASER	DATE OF TRANSACTION	NATURE OF TRANSACTION
PRINCIPAL SECURITIES MANAGEMENT LIMITED	Principal Venture Fund Ltd.	Cormie, Donald M.	Sep. 12/84	20 Mutual Fund Shares
" "	" "	" "	Sep. 20/84	41 Mutual Fund Shares
" "	" "	Cormie, Eivor E.	Sep. 5/84	12 Mutual Fund Shares
" "	" "	Cormie, Robert E.	Sep. 30/84	12 Mutual Fund Shares
" "	" "	Mercer & Williams Agency Ltd.	Sep. 5/84	246 Mutual Fund Shares

CHAPTER 8

NOTICES OF EXEMPT FINANCINGS

REPORTS OF TRADES SUBMITTED ON FORM 20
UNDER THE SECURITIES ACT 1980

TRANSACTION DATE	PURCHASER	SECURITY	PRICE	AMOUNT
Nov. 01, 1984	Andrews, Blair D.	845 BURRARD STREET HOTEL LIMITED PARTNERSHIP - UNITS *	$75,000	10 units
"	Cool, Kevin W.	" "	112,500	15 units
"	Gibson, Peter F.	" "	"	15 "
"	Gibson, Terrence R.	" "	"	15 "
"	Harris, Lewis	" "	75,000	10 units
"	Khonsari, Homa	" "	112,500	15 units
"	Manigo, Dino	" "	75,000	10 units
"	Osberg, E. A.	" "	"	10 "
"	Reeder, Verne	" "	112,500	15 units
"	Wilson, Donald L.	" "	"	15 "
Nov. 13, 1984	Canadian Pacific Enterprises Limited	AMCA INTERNATIONAL LIMITED PREFERRED, SERIES 2 SHARES	104,125,000	4,165,000 shares
Oct. 31, 1984	Eaton's of Canada Limited	BR INVESTORS LIMITED PARTNERSHIP - CLASS A SHARES	U.S.1,601,925	2,756 shares
"	Powis, Alfred	" "	U.S.40,106	69 shares
Oct. 31, 1984	Eaton's of Canada Limited	BR INVESTORS LIMITED PARTNERSHIP - CLASS B SHARES	U.S.6.05	121 shares
"	Powis, Alfred	" "	U.S.1.20	24 shares
Oct. 26, 1984	Capel, Gilbert O.	CANADIAN SOLIFUELS INC. PROMISSORY NOTE	250,000	One
"	Capel, Gilbert O.	" "	"	One

* Report Improperly Filed

REPORTS OF TRADES SUBMITTED ON FORM 20
UNDER THE SECURITIES ACT 1980

TRANSACTION DATE	PURCHASER	SECURITY	PRICE	AMOUNT
Oct. 26, 1984	Drennan, Fred E.	CANADIAN SOLIFUELS INC. PROMISSORY NOTE	$750,000	One
"	Drennan, Fred E.	" "	"	One
Nov. 08, 1984	Gordner, Stuart	" "	150,000	One
"	Insul Pac Canada Ltd./Ltee	" "	120,000	One
Oct. 26, 1984	Leonard, Lisa M.	" "	240,000	One
"	Leonard, Lisa M.	" "	"	One
"	Leonard, Lisa M.	" "	"	One
"	Leonard, Lisa M.	" "	"	One
"	Leonard, Lisa M.	" "	"	One
"	Loughry, Catherine H. M.	" "	"	One
"	Loughry, Catherine H. M.	" "	"	One
"	Loughry, Catherine H. M.	" "	"	One
"	Loughry, Catherine H. M.	" "	"	One
"	Loughry, Catherine H. M.	" "	"	One
"	Morello, Gerald R.	" "	"	One
"	Morello, Gerald R.	" "	"	One
"	Morello, Gerald R.	" "	"	One
"	Morello, Gerald R.	" "	"	One
"	Morello, Gerald R.	" "	"	One

REPORTS OF TRADES SUBMITTED ON FORM 20
UNDER THE SECURITIES ACT 1980

TRANSACTION DATE	PURCHASER	SECURITY	PRICE	AMOUNT
Oct. 26, 1984	Morello, Paul A.	CANADIAN SOLIFUELS INC. PROMISSORY NOTE	$240,000	One
"	Morello, Paul A.	" "	"	One
"	Morello, Paul A.	" "	"	One
"	Morello, Paul A.	" "	"	One
"	Morello, Paul A.	" "	"	One
"	Pontes, Anne M. G.	" "	"	One
"	Pontes, Anne M. G.	" "	"	One
"	Pontes, Anne M. G.	" "	"	One
"	Pontes, Anne M. G.	" "	"	One
"	Pontes, Anne M. G.	" "	"	One
Nov. 05, 1984	Merrill Lynch Canada Inc.	CANADIAN UTILITIES LIMITED CLASS A & B SHARES	4,154,912	259,682 shares
Nov. 05, 1984	Inco Investment Managing Services	CANADIAN UTILITIES LIMITED CLASS A & B SHARES	9,238,400	577,400 shares
Nov. 08, 1984	Tang, Man Chek	CONESTOGA BRIDGE CAPITAL CORP. CLASS "S" SPECIAL SHARES	100,000	100 shares
Nov. 06, 1984	Holdorer Corporation	GOLDALE INVESTMENTS LIMITED CLASS A NON-VOTING SHARES	1,600,000	500,000 shares
Oct. 31, 1984	Bastian, Mike	JAMIE FRONTIER RESOURCES INC. UNITS	4,800	1 units
"	Brewis & Whited	" "	9,600	2 units
"	Brown, Judy	" "	24,00	5 units

REPORTS OF TRADES SUBMITTED ON FORM 20
UNDER THE SECURITIES ACT 1980

TRANSACTION DATE	PURCHASER	SECURITY	PRICE	AMOUNT
Oct. 31, 1984	Butterworth, A. W. R.	JAMIE FRONTIER RESOURCES INC. UNITS	$4,800	1 units
"	Caprice, Frank	" "	"	1 "
"	Derlago, Bill	" "	"	1 "
"	Diduck, Gerald	" "	"	1 "
"	Gillis, Paul	" "	"	1 "
"	Hewat, Ron	" "	"	1 "
"	Leeman, Gary	" "	"	1 "
"	Loob, Haken	" "	14,400	3 units
"	MacLean, John	" "	4,800	1 units
"	Maiers, Don	" "	19,200	4 units
"	Martinez, John	" "	4,800	1 units
"	McBain, Andrew	" "	"	1 "
"	McClelland, Kevin	" "	9,600	2 units
"	Mitchell, Peter	" "	4,800	1 units
"	Moller, Randy	" "	"	1 "
"	Paiement, Wilf	" "	24,000	5 units
"	Rudqvist, Thomas	" "	4,800	1 units
"	Sequin, Steve	" "	"	1 "
"	Steel, Roy G.	" "	"	1 "

REPORTS OF TRADES SUBMITTED ON FORM 20
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TRANSACTION DATE	PURCHASER	SECURITY	PRICE	AMOUNT
Oct. 31, 1984	Stevens, Gerald	JAMIE FRONTIER RESOURCES INC. UNITS	$30,000	6 units
"	Vaive, Rick	" "	9,600	2 units
"	Webb, Dan	" "	19,200	4 units
Nov. 02, 1984	Barr, Larry R.	JONPOL EXPLORARTIONS LIMITED UNITS	5,000	1 units
Oct. 30, 1984	Cooper, Murray W.	" "	10,000	2 units
Oct. 26, 1984	Heale, Ronald B.	" "	30,000	6 units
Nov. 06, 1984	Kiss, Zenon	" "	20,000	4 units
Oct. 26, 1984	Lachance, Thomas	" "	5,000	1 units
Nov. 05, 1984	Perry, Victor H.	" "	5,000	1 units
Oct. 29, 1984	Pollock, John A.	" "	30,000	6 units
Nov. 08, 1984	Pollock, Robert A.	" "	5,000	1 units
Oct. 29, 1984	Sharpe, Walter J.	" "	5,000	1 units
Nov. 05, 1984	Quint, Harry G.	MARSHALL MINERALS CORP. COMMON SHARES	168,300	187,000 shares
Nov. 01, 1984	Confederation Life Insurance Company	PEACE PIPE LINE LTD. 13 5/8% SINKING FUND DEBENTURES, SERIES B SHARES	6,000,000	6,000,000 shares
"	Dominion of Canada General Insurance Company-Life Account, The	" "	2,000,000	2,000,000 shares
"	Fidelity Life Assurance Company	" "	"	2,000,000 "

REPORTS OF TRADES SUBMITTED ON FORM 20
UNDER THE SECURITIES ACT 1980

TRANSACTION DATE	PURCHASER	SECURITY	PRICE	AMOUNT
Nov. 01, 1984	L'Industrielle Comoagnie D'Assurance Sur La Vie	PEACE PIPE LINE LTD. 13 5/8% SINKING FUND DEBENTURES, SERIES B SHARES	$2,500,000	2,500,000 shares
"	London Life Insurance Company	" "	15,000,000	15,000,000 shares
"	Mutual Life Assurance Company of Canada Limited, The	" "	12,000,000	12,000,000 shares
"	Northwest Life Assurance Company of Canada, The	" "	500,000	500,000 shares
"	Paul Revere Equity	" "	2,000,000	2,000,000 shares
"	Prudential Assurance Company Limited	" "	5,000,000	5,000,000 shares
"	Sun Life Assurance Company of Canada	" "	3,000,000	3,000,000 shares
Nov. 07, 1984	Bates, Simon J.	PETROMET RESOURCES LIMITED UNITS	5,000	1 units
"	Brereton, William E.	" "	10,000	2 units
"	Hibbard, Maurice	" "	5,000	1 units
"	Jones, David	" "	50,000	5 units
"	Mehard, Doug	" "	357	1/14 units
"	Morrison, Keith	" "	5,000	1 units
"	Schoch, P. G.	" "	"	1 "
"	Torch, Ronald	" "	10,000	2 units
Nov. 07, 1984	Pabst, Burton	PUISSANCE CORPORATION COMMON SHARES	99,999	117,647 shares

REPORTS OF TRADES SUBMITTED ON FORM 20
UNDER THE SECURITIES ACT 1980

TRANSACTION DATE	PURCHASER	SECURITY	PRICE	AMOUNT
Nov. 13, 1984	Degani, Cassim T.	RELAX INNS SCARBOROUGH PARTNERSHIP - UNITS	$101,020	1 units
"	Dufour, George	" "	"	1 "
"	Griffin, Thomas G.	" "	"	1 "
"	Hui, Louis S.	" "	"	1 "
"	Radminish, Ali	" "	"	1 "
"	Wan, David S. Y.	" "	"	1 "
"	Weisbrod, Wilfred	" "	"	1 "
Nov. 13, 1984	C.M.P. 1984 Mineral Partnership & Company, Limited	ROYEX GOLD MINING CORPORATION COMMON SHARES	860,107	160,169 shares
Nov. 13, 1984	Thomas Skimming & Associates Limited	ROYEX GOLD MINING CORPORATION PREF. SHARES AND AN OPTION TO ACQUIRE 25,000 COMMON SHARES AT $6.375 EXPIRING AUG. 29 1989	525,000	75,000 shares
Oct. 31, 1984	T. Eaton Acceptance Co. Limited, The	SILVERWOOD TECHNOLOGIES LTD. 1984 SCIENTIFIC RESEARCH PROMISSORY NOTE REDEEMABLE ON DEMAND	7,000,000	One
Oct. 24, 1984	Lightning River Gold Mines Ltd	T-B SYNDICATE - UNITS	40,000	4 units
Oct. 30, 1984	Lightning River Gold Mines Ltd	" "	60,000	6 units

RESALE OF SECURITIES

FORM - 21

DATE OF RESALE	DATE OF ORIG PURCHASE	SELLER	SECURITY	PRICE	AMOUNT
Nov. 13, 1984	May. 10, 1983	Canada Permanent Trust Company	CANADA NORTHWEST ENERGY LIMITED - 8% DEBENTURES	$300,000	$300,000
Nov. 01, 1984	Apr. 29, 1983	Dofasco Employees' Savings and Profit Sharing Fund	HEES INTERNATIONAL CORP. COMMON SHARES	63,000	30,000 shares
Nov. 02, 1984	"	" "	" "	315,000	15,000 "
Nov. 05, 1984	"	" "	" "	245,700	11,700 "
Oct. 30, 1984	Apr. 29, 1983	Dofasco Supplementary Retirement Income Plan	" "	211,250	10,000 "
"	"	" "	" "	401,100	19,100 "
"	"	" "	" "	420,000	20,000 "
Nov. 02, 1984	"	" "	" "	525,000	25,000 "
Nov. 05, 1984	"	" "	" "	210,000	10,000 "
Aug. 03, 1984	Mar. 24, 1983	North American Ventures Fund	MERIDIAN TECHNOLOGIES INC. COMMON SHARES	80,000	20,000 shares
Aug. 09, 1984	"	" "	" "	160,000	40,000 "
Oct. 29, 1984	"	" "	" "	46,560	9,700 "
Nov. 26, 1984	"	" "	" "	2,880	600 "
Sep. 28, 1984	Oct. 31, 1981	Sun Life Assurance Company of Canada	NORTHERN TELECOM LIMITED COMMON SHARES	84,910	1,689 shares

NOTICE OF INTENTION TO DISTRIBUTE SECURITIES PURSUANT TO SUBSECTION 7 OF SECTION 71

SELLER	SECURITY	AMOUNT
Faraday Resources Inc.	HYDRA EXPLORATIONS LIMITED - COMMON SHARES	250,000 shares
Cultus Pacific N.L.	OILTEX INTERNATIONAL LTD. - COMMON SHARES	200,000 "
Cominco Ltd.	PINE POINT MINES LIMITED - COMMON SHARES	800,000 "
Ward, Maxwell W.	WARDAIR INTERNATIONAL LTD. - COMMON SHARES	100,000 "

CHAPTER 9

TAKE-OVER BIDS, ISSUER BIDS

9.1 TAKE-OVER BIDS, ISSUER BIDS

9.1.1 CARLESS, CAPEL & LEONARD PLC

9.1.2 NORTH CANADIAN OILS LIMITED

TAKE-OVER BIDS, ISSUER BIDS

NOTICE OF VARIATION

CARLESS, CAPEL & LEONARD PLC

NORTH CANADIAN OILS LIMITED

CHAPTER 10

CONTINUOUS DISCLOSURE FILINGS

Public Documents Filed with the Ontario Securities Commission

ISSUER	TITLE
A.H.A. AUTOMOTIVE TECHNOLOGIES	PRESS RELEASE
ABERFORD RESOURCES LTD.	PRESS RELEASE
ACKLANDS LTD.	PRESS RELEASE
AGASSIZ RESOURCES LTD.	CHANGE OF TRANSFER A
AGASSIZ RESOURCES LTD.	PRESS RELEASE
AGRA INDUSTRIES LIMITED	PRESS RELEASE
AIGUEBELLE RESOURCES INC.	PRESS RELEASE
AIGUEBELLE RESOURCES INC.	PRESS RELEASE
ALBERTA ENERGY COMPANY LTD.	PRESS RELEASE
ALGOMA CENTRAL RAILWAY	PRESS RELEASE
ALGOMA STEEL CORPORATION LIMITED	PRESS RELEASE
ALGOMA STEEL CORPORATION LIMITED	PRESS RELEASE
AMCA INTERNATIONAL LIMITED	PRESS RELEASE
AMERICAN EAGLE PETROLEUMS LIMITED	PRESS RELEASE
AMERICAN EXPRESS COMPANY	PRESS RELEASE
AMERICAN EXPRESS COMPANY	T.S.E. MATERIAL
ANDRES WINES LTD.	IFS 6 MN SE 30 84
ARGENTEX RESOURCE EXPLORATION CORP.	PRIVATE PLACEMENTS
ARGENTEX RESOURCE EXPLORATION CORP.	ARTICLES OF AMENDMEN
ARGUS CORPORATION LIMITED	IFS 9 MN SE 30 84
ARGUS CORPORATION LIMITED	PRESS RELEASE
ASAMERA INC.	PRESS RELEASE
ASBESTOS LLOYD MINES LIMITED	UNDERTAKING - SECTIO
ASHLAND OIL INC.	PRELIMINARY RESULTS,
ASSOCIATED PORCUPINE MINES LIMITED	ANNUAL REPORT
ASSOCIATED PORCUPINE MINES LIMITED	IFS 3 MN SE 30 84
ASSOCIATED PORCUPINE MINES LIMITED	PRESS RELEASE
ASSOCIATED PORCUPINE MINES LIMITED	SHRHLDRS. MTNG. MAT.
ATCO LTD.	SHARE PURCHASE WARRA
ATLANTIC COAST COPPER CORPORATION	IFS 9 MN SE 30 84
ATLANTIC COAST COPPER CORPORATION	CERTIF. OF MAILING
ATLANTIC RICHFIELD COMPANY	10Q 9 MN SE 30 84
ATLANTIC RICHFIELD COMPANY	IFS 9 MN SE 30 84
ATLANTIC RICHFIELD COMPANY	FORM 13(F), QUARTER
ATLANTIC SHOPPING CENTRES LTD.	T.S.E. MATERIAL
AUBET RESOURCES INC.	IFS 9 MN AG 31 84
AUBET RESOURCES INC.	FORM 27-MAT. CHANGE
AUBET RESOURCES INC.	CERTIF. OF MAILING
AUBET RESOURCES INC.	PRESS RELEASE
AUBET RESOURCES INC.	SHRHLDRS. MTNG. MAT.
AUGMITTO EXPLORATIONS LIMITED	FORM 27-MAT. CHANGE
BANK OF BRITISH COLUMBIA	T.S.E. MATERIAL
BANK OF BRITISH COLUMBIA	FORM 27-MAT. CHANGE
BANK OF BRITISH COLUMBIA	PRESS RELEASE
BANK OF BRITISH COLUMBIA	PRESS RELEASE
BANK OF BRITISH COLUMBIA	T.S.E. MATERIAL
BANK OF BRITISH COLUMBIA	LET. TO SHAREHOLDERS
BANK OF BRITISH COLUMBIA	SHRHLDRS. MTNG. MAT.

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ISSUER	TITLE
BANK OF NOVA SCOTIA	SHAREHOLDER DIVIDEND
BANKENO MINES LTD.	PRESS RELEASE
BANKENO MINES LTD.	CERTIF. OF MAILING
BARRICK RESOURCES CORPORATION	PRESS RELEASE
BARRICK RESOURCES CORPORATION	CHANGE DIRECTORS
BARRINGTON PROPERTIES LTD.	PRESS RELEASE
BBC REALTY INVESTORS	IFS 9 MN SE 30 84
BBC REALTY INVESTORS	T.S.E. MATERIAL
BBC REALTY INVESTORS	MERGER-AMALGAMATION
BC RAIL LTD.	IFS 9 MN SE 30 84
BEARCAT EXPLORATIONS LTD.	IFS 9 MN AG 31 84
BELL CANADA	PROSPECTUS
BELL CANADA ENTERPRISES INC.	EXEMPT FIN. NOTICE
BLACK PHOTO CORPORATION LIMITED	IFS 6 MN SE 30 84
BOMBARDIER INC.	PRESS RELEASE
BONANZA RESOURCES LTD.	PRIVATE PLACEMENTS
BONANZA RESOURCES LTD.	OFFERING MEMORANDUM
BONAR INC.	PRESS RELEASE
BOREALIS EXPLORATION LIMITED	PRESS RELEASE
BOUNDARYVIEW PLACE LIMITED PARTNERSHIP	RULING/ORDER/REASONS
BOW VALLEY INDUSTRIES LTD.	DIVIDEND REINVESTMEN
BOW VALLEY INDUSTRIES LTD.	FORM 27-MAT. CHANGE
BOW VALLEY RESOURCE SERVICES LTD.	FORM 27-MAT. CHANGE
BP CANADA INC.	PRESS RELEASE
BRAMALEA LIMITED	CERTIF. OF MAILING
BRAMALEA LIMITED	PRESS RELEASE
BRAMALEA LIMITED	CERTIF. OF MAILING
BRAMALEA LIMITED	SHRHLDRS. MTNG. MAT.
BRASCAN LIMITED	RESULTS, 9 MONTHS TO
BRASCAN LIMITED	PRESS RELEASE
BREAKWATER RESOURCES LTD.	PRESS RELEASE
BRENDA MINES LIMITED	PRESS RELEASE
BRITISH COLUMBIA FOREST PRODUCTS LIMITED	IFS 9 MN SE 30 84
BRITISH COLUMBIA FOREST PRODUCTS LIMITED	PRESS RELEASE
BRITISH COLUMBIA FOREST PRODUCTS LIMITED	PRESS RELEASE
BRITISH COLUMBIA FOREST PRODUCTS LIMITED	CERTIF. OF MAILING
BRITISH COLUMBIA PACKERS LIMITED	IFS 39 WK SE 30 84
BRITISH COLUMBIA RESOURCES INVESTMENT	PRESS RELEASE
BRITISH COLUMBIA RESOURCES INVESTMENT	PRESS RELEASE
BRITISH COLUMBIA TELEPHONE COMPANY	FORM 27-MAT. CHANGE
BRUNSWICK MINING AND SMELTING	IFS 9 MN SE 30 84
CAE INDUSTRIES LTD.	FINANCIAL RESULTS, 6
CAE INDUSTRIES LTD.	PRESS RELEASE
CAE INDUSTRIES LTD.	PRESS RELEASE
CAMBRIDGE SHOPPING CENTRES LIMITED	PRESS RELEASE
CAMEL OIL & GAS LTD.	CHANGE DIRECTORS
CAMPBELL RED LAKE MINES LIMITED	T.S.E. MATERIAL
CAMPBELL RESOURCES INC.	PRESS RELEASE

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ISSUER	TITLE
CAMPBELL RESOURCES INC.	PRESS RELEASE
CAMPBELL RESOURCES INC.	CERTIF. OF MAILING
CAMPBELL SOUP COMPANY LTD.	CERTIF. OF MAILING
CAMPBELL SOUP COMPANY LTD.	LET. TO SHAREHOLDERS
CAMPBELL SOUP COMPANY LTD.	LET. TO SHAREHOLDERS
CANADA DEVELOPMENT CORPORATION	PRESS RELEASE
CANADA MALTING CO. LIMITED	DIVIDEND NOTICE
CANADA MALTING CO. LIMITED	PRESS RELEASE
CANADA NORTHWEST ENERGY LIMITED	PRESS RELEASE
CANADA PERMANENT INCOME INVESTMENTS	EXEMPT FIN. NOTICE
CANADA PERMANENT MORTGAGE CORPORATION	IFS 9 MN SE 30 84
CANADA SOUTHERN PETROLEUM LTD.	ANNUAL REPORT
CANADA SOUTHERN PETROLEUM LTD.	SHRHLDRS. MTNG. MAT.
CANADEURO ENGINEERING CORPORATION	PRELIM. PROSPECTUS
CANADIAN CURTISS-WRIGHT LIMITED	CERTIF. OF MAILING
CANADIAN JOREX LIMITED	ARTICLES OF CONTINUA
CANADIAN MARCONI COMPANY	PRESS RELEASE
CANADIAN NATIONAL RAILWAY COMPANY	PROSPECTUS
CANADIAN OCCIDENTAL PETROLEUM LTD.	PRESS RELEASE
CANADIAN OCCIDENTAL PETROLEUM LTD.	PRESS RELEASE
CANADIAN PACIFIC ENTERPRISES LIMITED	FINANCIAL RESULTS, 9
CANADIAN PACIFIC ENTERPRISES LIMITED	PRESS RELEASE
CANADIAN PACIFIC LIMITED	FINANCIAL RESULTS, 9
CANADIAN PACIFIC LIMITED	PRESS RELEASE
CANADIAN SATELLITE COMMUNICATIONS INC.	T.S.E. MATERIAL
CANADIAN TIRE CORPORATION LIMITED	PRIVATE PLACEMENTS
CANADIAN UTILITIES LIMITED	PRESS RELEASE
CANADIAN UTILITIES LIMITED	PRIVATE PLACEMENTS
CANADIAN WORLDWIDE ENERGY LIMITED	PRESS RELEASE
CANFOR CORPORATION	CERTIF. OF MAILING
CANRON INC.	EARNINGS, 9 MONTHS T
CANSHORE EXPLORATION LIMITED	IFS 9 MN SE 30 84
CANUC RESOURCES INC.	IFS 9 MN SE 30 84
CARENA-BANCORP HOLDINGS INC.	PRESS RELEASE
CARLING GOLD RESOURCES INC.	IFS 9 MN SE 30 84
CARLING O'KEEFE LIMITED	PRESS RELEASE
CARNEGIE MINING CORPORATION LIMITED	SHRHLDRS. MTNG. MAT.
CARVERN INTERNATIONAL INDUSTRIES LTD.	SHRHLDRS. MTNG. MAT.
CB PAK INC.	PRESS RELEASE
CB PAK INC.	PRESS RELEASE
CB PAK INC.	PRELIM. PROSPECTUS
CCL INDUSTRIES INC.	EXEMPT FIN. NOTICE
CCL INDUSTRIES INC.	EXEMPT FIN. NOTICE
CCL INDUSTRIES INC.	PRESS RELEASE
CEDAR RIDGE APARTMENT PROJECT	IFS 9 MN SE 30 84
CELANESE CANADA, INC.	IFS 9 MN SE 30 84
CENTENNIAL MINERALS LTD.	OFFERING MEMORANDUM
CENTENNIAL MINERALS LTD.	PRIVATE PLACEMENTS

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ISSUER	TITLE
CHARTER OIL COMPANY LIMITED	APPLICATION
CHAUVCO RESOURCES LTD.	PRESS RELEASE
CHESBAR RESOURCES INC.	CERTIF. OF MAILING
CHEYENNE PETROLEUM CORP. (N.P.L.)	ANNUAL REPORT
CHIEFTAIN DEVELOPMENT CO. LTD.	PRESS RELEASE
CHIEFTAIN DEVELOPMENT CO. LTD.	PRESS RELEASE
CHUM LIMITED	RESULTS FOR YEAR END
CINEPLEX CORPORATION	T.S.E. MATERIAL
CINEPLEX CORPORATION	PRIVATE PLACEMENTS
CINEPLEX CORPORATION	T.S.E. MATERIAL
CIRCUS TIVOLI	IFS 9 MN AG 31 84
CME RESOURCES INC.	ARTICLES OF AMENDMEN
COIN LAKE GOLD MINES LTD.	CERTIF. OF MAILING
COLECO INDUSTRIES, INC.	10Q 9 MN SE 29 84
COLUMBIAN NORTHLAND EXPLORATION LTD.	PRESS RELEASE
COMAPLEX RESOURCES INTERNATIONAL LTD.	PRESS RELEASE
COMAPLEX RESOURCES INTERNATIONAL LTD.	PRESS RELEASE
COMINCO LTD.	PRESS RELEASE
COMPUTALOG GEARHART LTD.	IFS 9 MN SE 30 84
COMPUTER INNOVATIONS DISTRIBUTION INC.	PRESS RELEASE
COMPUTER INNOVATIONS DISTRIBUTION INC.	T.S.E. MATERIAL
CONCOPPER PHOSPHATE INC.	IFS 9 MN SE 30 84
CONESTOGA BRIDGE CAPITAL CORP.	PRIVATE PLACEMENTS
CONIAGAS MINES LIMITED, THE	PRIVATE PLACEMENTS
CONSOLIDATED MARCUS GOLD MINES LIMITED	CERTIF. OF MAILING
CONSOLIDATED NATURAL GAS COMPANY	RULING/ORDER/REASONS
CONSOLIDATED RAMBLER MINES LIMITED	IFS 9 MN SE 30 84
CONSOLIDATED RAMBLER MINES LIMITED	CERTIF. OF MAILING
CONSOLTEX CANADA INC.	IFS 9 MN SE 30 84
CONTINENTAL RESEARCH & DEVELOPMENT LTD.	AUD. ANN. FIN. STMT.
CONTINENTAL RESEARCH & DEVELOPMENT LTD.	IFS 3 MN JE 30 84
COPCONDA-YORK RESOURCES INC.	FORM 27-MAT. CHANGE
COPP CLARK PITMAN LTD.	IFS 6 MN SE 30 84
CORBY DISTILLERIES LIMITED	ANNUAL REPORT
CORBY DISTILLERIES LIMITED	SHRHLDRS. MTNG. MAT.
CORPORATION FALCONBRIDGE COPPER	CERTIF. OF MAILING
COSTAIN LIMITED	PRESS RELEASE
COVINGTON SPRINGS EXPLORATIONS INC.	PROSPECTUS
CROWN LIFE INSURANCE COMPANY	RESULTS, 9 MONTHS EN
CROWN LIFE INSURANCE COMPANY	IFS 9 MN SE 30 84
CROWN TRUST COMPANY	APPLICATION
CROWNX INC.	IFS 9 MN SE 30 84
CSA MANAGEMENT LIMITED	IFS 6 MN SE 30 84
CTG, INC.	10Q 9 MN SE 30 84
D'ELDONA RESOURCES LTD.	T.S.E. MATERIAL
D.A. STUART OIL CO., LIMITED	IFS 3 MN AG 31 84
D.H. HOWDEN & CO. LIMITED	CERTIF. OF MAILING
DALLAS PETROLEUM RESOURCES INC.	ARTICLES OF AMENDMEN

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DANKOE MINES LTD.	IFS 6 MN JE 30 84
DAVIDSON TISDALE MINES LIMITED	IFS 9 MN SE 30 84
DICKENSON MINES LIMITED	T.S.E. MATERIAL
DIEPDAUME MINES LIMITED	OFFERING MEMORANDUM
DIGITECH LTD.	ANNUAL REPORT
DIGITECH LTD.	CERTIFIED ANNUAL REP
DIGITECH LTD.	SHRHLDRS. MTNG. MAT.
DIGITECH LTD.	SHRHLDRS. MTNG. MAT.
DIRECTOR INDUSTRIAL PROPERTIES, LTD.	PRIVATE PLACEMENTS
DOLLY VARDEN MINERALS INC.	IFS 9 MN AG 31 84
DOME CANADA LIMITED	PRESS RELEASE
DOME CANADA LIMITED	PRESS RELEASE
DOME MINES LIMITED	T.S.E. MATERIAL
DOME MINES LIMITED	T.S.E. MATERIAL
DOME MINES LIMITED	T.S.E. MATERIAL
DOME PETROLEUM LIMITED	PRESS RELEASE
DOME PETROLEUM LIMITED	PRESS RELEASE
DOME PETROLEUM LIMITED	PRESS RELEASE
DOMEQUITY GROWTH & CALGARY LTD.	IFS 9 MN SE 30 84
DOMINION & ANGLO INVESTMENT CORPORATION	SHRHLDRS. MTNG. MAT.
DOMINION TEXTILE INC.	IFS 3 MN SE 30 84
DONOHUE INC.	IFS 9 MN SE 30 84
DOW CHEMICAL COMPANY	IFS 9 MN SE 30 84
DRG INC.	CHANGE OF ADDRESS
DRUMMOND PETROLEUM LTD.	PRESS RELEASE
DU PONT CANADA INC.	IFS 9 MN SE 30 84
DU PONT CANADA INC.	PRESS RELEASE
DU PONT CANADA INC.	PRESS RELEASE
EAGLET MINES LIMITED	IFS 9 MN OC 31 84
ECHO BAY MINES LTD.	PRESS RELEASE
ECHO BAY MINES LTD.	PRESS RELEASE
ECHO BAY MINES LTD.	PRESS RELEASE
EDEN ROC MINERAL CORPORATION	APPLICATION
ELECTROHOME LIMITED	IFS 39 WK SE 28 84
EMCO LIMITED	IFS 9 MN SE 30 84
EMCO LIMITED	PRESS RELEASE
EMCO LIMITED	LET. TO SHAREHOLDERS
EMERGO INVESTMENTS INC.	PRELIM. PROSPECTUS
ENCOUNTER ENERGY RESOURCES LIMITED	T.S.E. MATERIAL
ENERGY & PRECIOUS METALS INC.	CHANGE OF ADDRESS
ENERGY & RESOURCES (CAM) LTD.	FORM 27-MAT. CHANGE
ENS BIO LOGICALS INC.	10Q 9 MN SE 30 84
EQUITY CAPITAL INVESTMENTS LTD.	PRIVATE PLACEMENTS
ERICKSON GOLD MINES LTD.	PRESS RELEASE
ERICKSON TOWER LIMITED PARTNERSHIP	LIMITED PARTNERS' EX
ERICKSON TOWER LIMITED PARTNERSHIP	REPORT TO LIMITED PA
ETHYL CORPORATION	TAKEOVER/FORM 35
ETHYL CORPORATION	PRESS RELEASE

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Public Documents Filed with the Ontario Securities Commission

ISSUER	TITLE
ETHYL CORPORATION	PRESS RELEASE
FALCONBRIDGE LIMITED	PRESS RELEASE
FCA INTERNATIONAL LTD.	PRESS RELEASE
FEDERAL INDUSTRIES LTD.	PRESS RELEASE
FEDERAL INDUSTRIES LTD.	PRESS RELEASE
FIBERGLAS CANADA INC.	IFS 9 MN SE 30 84
FIN RESOURCES INC.	CERTIF. OF MAILING
FINCORP CAPITAL LTD.	CERTIF. OF MAILING
FIRST MARITIME MINING CORPORATION	IFS 9 MN SE 30 84
FLANAGAN MCADAM RESOURCES INC.	IFS 9 MN SE 30 84
FLYING CROSS PETROLEUM CORP.	AUD. ANN. FIN. STMT.
FLYING CROSS PETROLEUM CORP.	IFS 3 MN AG 31 84
FLYING CROSS PETROLEUM CORP.	CERTIF. OF MAILING
FLYING CROSS PETROLEUM CORP.	SHRHLDRS. MTNG. MAT.
FORD CREDIT CANADA LIMITED	10Q 6 MN JE 30 84
FORWARD RESOURCES LTD.	PRIVATE PLACEMENTS
GALACTIC RESOURCES LTD.	T.S.E. MATERIAL
GALACTIC RESOURCES LTD.	T.S.E. MATERIAL
GANDALF TECHNOLOGIES INC.	PRESS RELEASE
GANE ENERGY CORPORATION LTD.	PRIVATE PLACEMENTS
GEAC COMPUTER CORPORATION LIMITED	PRESS RELEASE
GEAC COMPUTER CORPORATION LIMITED	PRESS RELEASE
GENERAL MOTORS CORPORATION	T.S.E. MATERIAL
GENSTAR CORPORATION	PROSPECTUS
GEORGE WESTON LIMITED	IFS 9 MN SE 30 84
GETTY OIL COMPANY	APPLICATION
GIBRALTAR MINES LIMITED	CERTIF. OF MAILING
GLAMIS GOLD LTD.	PRESS RELEASE
GLOBAL MARINE INC.	10Q 9 MN SE 30 84
GOLDBROOK EXPLORATIONS INC.	ARTICLES OF AMENDMEN
GOLDEN KNIGHT RESOURCES INC.	PRIVATE PLACEMENTS
GOLDEN SHADOW RESOURCES INC.	IFS 9 MN SE 30 84
GOTAAS-LARSEN SHIPPING CORPORATION	PRESS RELEASE
GOWGANDA RESOURCES INC.	AMENDED REPORT, 9 MO
GRAFTON GROUP LIMITED	PRESS RELEASE
GRAFTON GROUP LIMITED	DIVIDEND NOTICE
GREAT WEST STEEL INDUSTRIES LTD.	PRESS RELEASE
GREAT WEST STEEL INDUSTRIES LTD.	PRESS RELEASE
GTE CORPORATION	FORM 8, AMENDMENT TO
GUARANTEE COMPANY OF NORTH AMERICA	IFS 9 MN SE 30 84
GUARANTY TRUST COMPANY OF CANADA	IFS 9 MN SE 30 84
GULF CANADA LIMITED	IFS 9 MN SE 30 84
GULF CANADA RESOURCES INC.	PRESS RELEASE
HALE RESOURCES LIMITED	10Q 9 MN AG 31 84
HALE RESOURCES LIMITED	CERTIFIED INTERIM RE
HALIFAX DEVELOPMENTS LIMITED	IFS 9 MN SE 30 84
HALIFAX DEVELOPMENTS LIMITED	PRESS RELEASE
HALLIBURTON COMPANY	PRESS RELEASE

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ISSUER	TITLE
HALLMARK BOND FUND	PRELIM. PROSPECTUS
HANSON MINERAL EXPLORATION LIMITED	APPLICATION
HAWKER SIDDELEY CANADA INC.	PRESS RELEASE
HAWTHORNE GOLD CORPORATION	ANNUAL REPORT
HAWTHORNE GOLD CORPORATION	SHRHLDRS. MTNG. MAT.
HEES INTERNATIONAL CORPORATION	T.S.E. MATERIAL
HEES INTERNATIONAL CORPORATION	T.S.E. MATERIAL
HELIX CIRCUITS INC.	APPLICATION
HELIX CIRCUITS INC.	PRESS RELEASE
HELIX CIRCUITS INC.	CHANGE DIRECTORS
HOLLINGER ARGUS LIMITED	TAKEOVER/FORM 35
HOUSEHOLD FINANCE CORPORATION OF CANADA	IFS 9 MN SE 30 84
HUDSON BAY MINING AND SMELTING CO.,	PRESS RELEASE
HUDSON BAY MINING AND SMELTING CO.,	PRESS RELEASE
IFL INVESTMENT FOUNDATION (CANADA)	STATEMENT OF EARNING
IMASCO LIMITED	PRESS RELEASE
IMASCO LIMITED	PRESS RELEASE
IMASCO LIMITED	PRESS RELEASE
IMASCO LIMITED	DIVIDEND NOTICE
IMASCO LIMITED	CHANGE DIRECTORS
IMPERIAL LIFE ASSURANCE COMPANY OF	DIVIDEND NOTICE
INCO LIMITED	10Q 9 MN SE 30 84
INCO LIMITED	PRESS RELEASE
INDUSTRIAL AMERICAN FUND	THIRD QUARTER REPORT
INDUSTRIAL DIVIDEND FUND LIMITED	IFS 6 MN SE 30 84
INDUSTRIAL DIVIDEND FUND LIMITED	THIRD QUARTER REPORT
INDUSTRIAL GROWTH FUND	THIRD QUARTER REPORT
INDUSTRIAL INCOME FUND	IFS 6 MN SE 30 84
INDUSTRIAL INCOME FUND	THIRD QUARTER REPORT
INDUSTRIAL PENSION FUND	THIRD QUARTER REPORT
INSPIRATION RESOURCES CORPORATION	PRELIM. PROSPECTUS
INTENSITY RESOURCES LTD.	RULING/ORDER/REASONS
INTENSITY RESOURCES LTD.	APPLICATION
INTER-CITY GAS CORPORATION	10Q 9 MN SE 30 84
INTERNATIONAL BUSINESS MACHINES	IFS 9 MN SE 30 84
INTERNATIONAL BY-PRODUCTS LIMITED	IFS 9 MN SE 30 84
INTERNATIONAL BY-PRODUCTS LIMITED	IFS 6 MN JE 30 84
INTERNATIONAL BY-PRODUCTS LIMITED	SHRHLDRS. MTNG. MAT.
INTERPROVINCIAL PIPE LINE LIMITED	IFS 9 MN SE 30 84
INVESTORS GROUP, THE	IFS 9 MN SE 30 84
IRWIN TOY LIMITED	PRESS RELEASE
IVACO INC.	CLASS B VOTING SHARE
IVACO INC.	PRESS RELEASE
JAMIE FRONTIER RESOURCES INC.	OFFERING MEMORANDUM
JANNOCK LIMITED	IFS 9 MN SE 30 84
JOHNSON MATTHEY PUBLIC LIMITED COMPANY	PRESS RELEASE
JOURNEY'S END NUMBER FIVE PARTNERSHIP	IFS 9 MN SE 30 84
KAM-KOTIA MINES LIMITED	MERGER-AMALGAMATION

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KEEPRITE INC.	CERTIF. OF MAILING
KEY ANACON MINES LIMITED	IFS 9 MN SE 30 84
KIDD CREEK MINES LTD.	PRESS RELEASE
KLONDIKE FEVER	IFS 9 MN SE 30 84
KORICH MINING COMPANY LTD.	AUD. ANN. FIN. STMT.
KORICH MINING COMPANY LTD.	IFS 3 MN SE 30 84
KORICH MINING COMPANY LTD.	SHRHLDRS. MTNG. MAT.
L. A. VARAH LTD.	PRIVATE PLACEMENTS
LA VERENDRYE MANAGEMENT CORPORATION	IFS 9 MN SE 30 84
LAC MINERALS LTD.	IFS 9 MN SE 30 84
LAC MINERALS LTD.	CERTIF. OF MAILING
LAC MINERALS LTD.	EXEMPT FIN. NOTICE
LACANA MINING CORPORATION	IFS 9 MN SE 30 84
LAFARGE CORPORATION	PRESS RELEASE
LAFARGE CORPORATION	PRESS RELEASE
LAKE ONTARIO CEMENT LIMITED	IFS 9 MN SE 30 84
LAKE SHORE MINES LIMITED	IFS 9 MN SE 30 84
LAKE SHORE MINES LIMITED	CERTIF. OF MAILING
LAMBDA MERCANTILE CORPORATION	PRESS RELEASE
LAMBDA MERCANTILE CORPORATION	T.S.E. MATERIAL
LAUNAY RESOURCES INC.	PRELIM. PROSPECTUS
LAWSON & JONES, LIMITED	IFS 9 MN SE 30 84
LENORA EXPLORATIONS LTD.	EXEMPT FIN. NOTICE
LEON'S FURNITURE LIMITED	PRESS RELEASE
LINEAR TECHNOLOGY INC.	EXEMPT FIN. NOTICE
LITTLE LONG LAC GOLD MINES LIMITED	IFS 9 MN SE 30 84
LITTLE LONG LAC GOLD MINES LIMITED	CERTIF. OF MAILING
LOBLAW COMPANIES LIMITED	IFS 40 WK OC 06 84
LOBLAWS LIMITED	IFS 40 WK OC 06 84
LOCHIEL EXPLORATION LTD.	PRESS RELEASE
LONDON SILVER CORPORATION	IFS 9 MN SE 30 84
LONGFORD EQUIPMENT INTERNATIONAL LIMITED	IFS 9 MN SE 30 84
LORNEX MINING CORPORATION LTD.	IFS 9 MN SE 30 84
LORNEX MINING CORPORATION LTD.	CERTIF. OF MAILING
LOUISBURG PROPERTY HOLDINGS LIMITED	RULING/ORDER/REASONS
LOUISBURG PROPERTY HOLDINGS LIMITED	APPLICATION
LUMONICS INC.	PRESS RELEASE
LUMONICS INC.	PRESS RELEASE
MACKENZIE EQUITY FUND	THIRD QUARTER REPORT
MACLEAN HUNTER LIMITED	EXEMPT FIN. NOTICE
MACMILLAN BLOEDEL LIMITED	DATE OF ANNUAL GENER
MAGNA INTERNATIONAL INC.	10% CONVERTIBLE NOTE
MANITOBA PROPERTIES INC.	RULING/ORDER/REASONS
MANITOBA PROPERTIES INC.	APPLICATION
MANRIDGE EXPLORATIONS LIMITED	IFS 9 MN SE 30 84
MANRIDGE EXPLORATIONS LIMITED	CERTIF. OF MAILING
MAPLE LEAF GARDENS, LIMITED	ANNUAL REPORT
MARINER'S MEWS LIMITED PARTNERSHIP	FORM 28-ANN. FILING

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ISSUER	TITLE
MARITIME TELEGRAPH & TELEPHONE CO. LTD.	IFS 9 MN SE 30 84
MARLBOROUGH COURT I	PRIVATE PLACEMENTS
MARLBOROUGH COURT I	PRIVATE PLACEMENTS
MARSHALL DRUMMOND MCCALL INC.	PRESS RELEASE
MARSHALL MINERALS CORP.	PRESS RELEASE
MARSHALL MINERALS CORP.	PRIVATE PLACEMENTS
MAYNARD ENERGY INC.	PRESS RELEASE
MCNELLEN RESOURCES INC.	AUD. ANN. FIN. STMT.
MCNELLEN RESOURCES INC.	SHRHLDRS. MTNG. MAT.
MDS HEALTH GROUP LTD.	EXEMPT FIN. NOTICE
MERIDIAN TECHNOLOGIES INC.	OPTIONS EXERCISED
MERIDIAN TECHNOLOGIES INC.	PRIVATE PLACEMENTS
MERIDIAN TECHNOLOGIES INC.	EXEMPT FIN. NOTICE
MERLAND EXPLORATIONS LIMITED	PRESS RELEASE
MERLAND EXPLORATIONS LIMITED	PRESS RELEASE
MICC INVESTMENTS LIMITED	PRESS RELEASE
MIDDLEFIELD CAPITAL FUND	PRIVATE PLACEMENTS
MINORCO CANADA LIMITED	PRESS RELEASE
MINORCO CANADA LIMITED	DIVIDEND NOTICE
MISSISSAUGA TEACHERS RETIREMENT VILLAGE	PROSPECTUS
MOORE CORPORATION LIMITED	IFS 9 MN SE 30 84
MOORE CORPORATION LIMITED	CHANGE DIRECTORS
MORGAN HYDROCARBONS INC.	EXEMPT FIN. NOTICE
MPG INVESTMENT CORPORATON LIMITED	NET ASSET VALUE PER
MPG INVESTMENT CORPORATON LIMITED	RULING/ORDER/REASONS
MUNICIPAL FINANCIAL CORPORATION	T.S.E. MATERIAL
MUNICIPAL FINANCIAL CORPORATION	PRESS RELEASE
MUNICIPAL FINANCIAL CORPORATION	PROSPECTUS
MURPHY OIL COMPANY LTD.	PRESS RELEASE
MUSCOCHO 1980-81 AND COMPANY LIMITED	IFS 9 MN SE 30 84
MUSCOCHO EXPLORATION LIMITED	IFS 9 MN SE 30 84
N.W.T. COPPER MINES LIMITED	RULING/ORDER/REASONS
N.W.T. COPPER MINES LIMITED	APPLICATION
NATIONAL SEA PRODUCTS LIMITED	IFS 9 MN SE 29 84
NELMA INFORMATION INC.	PRIVATE PLACEMENTS
NEW COLONY ENERGY CORPORATION	FORM 27-MAT. CHANGE
NEW PASCALIS MINES LIMITED	IFS 9 MN SE 30 84
NEW PASCALIS MINES LIMITED	CERTIF. OF MAILING
NEW QUEBEC RAGLAN MINES LIMITED	IFS 9 MN SE 30 84
NEW YORK OILS LIMITED	T.S.E. MATERIAL
NEWSCOPE RESOURCES LIMITED	PRESS RELEASE
NICKEL RIM MINES LIMITED	IFS 9 MN SE 30 84
NORANDA INC.	IFS 9 MN SE 30 84
NORANDA INC.	CERTIF. OF MAILING
NORTH AMERICAN PHILIPS CORPORATION	IFS 9 MN SE 30 84
NORTHERN CANADA MINES LIMITED	IFS 9 MN SE 30 84
NORTHERN TELECOM LIMITED	PRESS RELEASE
NORTHERN TELECOM LIMITED	PRIVATE PLACEMENTS

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ISSUER	TITLE
NORTHERN TELECOM LIMITED	PRIVATE PLACEMENTS
NORTHERN TELEPHONE LIMITED	IFS 9 MN SE 30 84
NORTHERN TELEPHONE LIMITED	PRIVATE PLACEMENTS
NOVA SCOTIA SAVINGS & LOAN COMPANY	IFS 9 MN SE 30 84
NU-WEST GROUP LIMITED	LETTER OF TRANSMITTA
NU-WEST GROUP LIMITED	LET. TO SHAREHOLDERS
NUINSCO RESOURCES LIMITED	PRIVATE PLACEMENTS
NUMAC OIL & GAS LTD.	PRESS RELEASE
NUMAC OIL & GAS LTD.	PRESS RELEASE
OLD CANADA INVESTMENT CORPORATION	ANNUAL REPORT
OLD CANADA INVESTMENT CORPORATION	SHRHLDRS. MTNG. MAT.
OMNIBUS COMPUTER GRAPHICS INC.	FORM 27-MAT. CHANGE
ONYX PETROLEUM EXPLORATION COMPANY	PRESS RELEASE
ONYX PETROLEUM EXPLORATION COMPANY	PRELIM. PROSPECTUS
ORBIT OIL & GAS LTD.	PRESS RELEASE
ORCATECH INC.	ISSUED & OUTSTANDING
PACIFIC WESTERN AIRLINES CORPORATION	IFS 9 MN SE 30 84
PAGE PETROLEUM LTD.	10Q 9 MN SE 30 84
PAGE PETROLEUM LTD.	PRESS RELEASE
PAGE PETROLEUM LTD.	PRESS RELEASE
PANCANADIAN PETROLEUM LTD.	ANNUAL MEETING DATE
PANHANDLE EASTERN CORPORATION	IFS 9 MN SE 30 84
PARKLAND INDUSTRIES LTD.	FIRST QUARTER RESULT
PARKLAND INDUSTRIES LTD.	PRESS RELEASE
PARKSIDE PETROLEUM INC.	ANNUAL REPORT
PARKSIDE PETROLEUM INC.	SHRHLDRS. MTNG. MAT.
PARQUET RESOURCES INC.	IFS 9 MN SE 30 84
PATHWAY FOOD INDUSTRIES LIMITED	FORM 28-ANN. FILING
PCL INDUSTRIES LIMITED	IFS 9 MN SE 30 84
PECOS RESOURCES LTD.	RIGHTS OFFERING
PENNANT RESOURCES LIMITED	PRESS RELEASE
PENNINGTON'S STORES LIMITED	LETTER OF TRANSMITTA
PENNINGTON'S STORES LIMITED	NOTICE OF REDEMPTION
PEOPLES JEWELLERS LIMITED	PRIVATE PLACEMENTS
PETRO-CANADA PRODUCTS INC.	PRESS RELEASE
PETROLANTIC RESOURCES INC.	EXEMPT FIN. NOTICE
PHILLIPS PETROLEUM COMPANY	FORM 8-K
PHOTO ENGRAVERS & ELECTROTYPERS LTD.	CERTIF. OF MAILING
PINE POINT MINES LIMITED	IFS 9 MN SE 30 84
PLACE GAS & OIL COMPANY LIMITED	IFS 9 MN SE 29 84
PLACER DEVELOPMENT LIMITED	IFS 9 MN SE 30 84
PLEXUS RESOURCES CORPORATION	10Q 3 MN SE 30 84
PLEXUS RESOURCES CORPORATION	PRESS RELEASE
POLYSAR LIMITED	IFS 9 MN SE 30 84
PONY SPORTING GOODS LIMITED	FORM 27-MAT. CHANGE
PONY SPORTING GOODS LIMITED	FORM 27-MAT. CHANGE
PORTFIELD INDUSTRIES INCORPORATED	IFS 6 MN SE 30 84
PORTFIELD INDUSTRIES INCORPORATED	CHANGE OF AUDITORS

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ISSUER	TITLE
PROFESSIONAL GOLF ONTARIO BUYING GROUP	APPLICATION
QUEBEC TELEPHONE	IFS 9 MN SE 30 84
RAILHEAD RESOURCES INC.	ARTICLES OF AMENDMEN
RAILHEAD RESOURCES INC.	FORM 27-MAT. CHANGE
RANGER OIL LIMITED	PRESS RELEASE
REAL PROPERTY TRUST OF CANADA	IFS 9 MN SE 30 84
REAL SECURITIES MONEY FUND OF CANADA,	IFS 9 MN SE 30 84
REDCON GOLD MINES LIMITED	IFS 9 MN SE 30 84
REDCON GOLD MINES LIMITED	CERTIF. OF MAILING
REGINA CENTRE HOTEL LIMITED PARTNERSHIP	PRELIM. PROSPECTUS
REICHHOLD LIMITED	IFS 9 MN SE 30 84
RIO ALGOM LIMITED	IFS 9 MN SE 30 84
ROBINSON, LITTLE & CO. LTD.	PRESS RELEASE
ROCKMERE LAKE EXPLORATIONS LTD.	ARTICLES OF AMENDMEN
ROMAN CORPORATION LIMITED	IFS 9 MN SE 30 84
RONNOCO GOLD MINES LIMITED	IFS 9 MN SE 30 84
ROTHMAN'S OF PALL MALL CANADA LTD.	PRESS RELEASE
ROXY PETROLEUM LTD.	APPLICATION
ROYAL GOLD & SILVER CORPORATION	T.S.E. MATERIAL
ROYAL TRUST COMPANY MORTGAGE CORPORATION	CERTIF. OF MAILING
ROYAL TRUSTCO LIMITED	PRESS RELEASE
ROYAL TRUSTCO LIMITED	FORM 27-MAT. CHANGE
ROYAL TRUSTCO LIMITED	PRELIM. PROSPECTUS
RT EUROPAC FUND	PRIVATE PLACEMENTS
SASKATOON SQUARE LIMITED PARTNERSHIP	IFS 9 MN JE 30 84
SCOTTISH & YORK HOLDINGS LIMITED	PRESS RELEASE
SEABOARD LIFE INSURANCE COMPANY	IFS 6 MN OC 30 84
SEAGRAM COMPANY LTD.	PRESS RELEASE
SHAPE OF THINGS TO COME, THE	THIRD QUARTER REPORT
SHARPE ENERGY & RESOURCES LIMITED	PRELIM. PROSPECTUS
SHAW INDUSTRIES LTD.	PRESS RELEASE
SHELL CANADA LIMITED	CERTIF. OF MAILING
SIENNA RESOURCES LIMITED	PRESS RELEASE
SILTRONICS LTD.	ISSUED & OUTSTANDING
SILVER EUREKA CORPORATION	10Q 9 MN SE 30 84
SILVER LAKE RESOURCES INC.	PRESS RELEASE
SILVERSIDE RESOURCES INC.	IFS 9 MN SE 30 84
SOCIETE MINIERE LOUVEM INC.,LA	CHANGE DIRECTORS
SPAR AEROSPACE LIMITED	PRESS RELEASE
SPAR AEROSPACE LIMITED	PRESS RELEASE
SPAR AEROSPACE LIMITED	EXEMPT FIN. NOTICE
SPAR AEROSPACE LIMITED	PRIVATE PLACEMENTS
SPERRY FINANCE INC.	IFS 6 MN SE 30 84
SPERRY FINANCE INC.	IFS 3 MN JE 30 84
ST. LAWRENCE CEMENT INC.	IFS 9 MN SE 30 84
ST. LAWRENCE CEMENT INC.	PRESS RELEASE
STANDARD BROADCASTING CORPORATION	PRESS RELEASE
STANDARD TRUSTCO LIMITED	IFS 9 MN SE 30 84

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STEINBERG INC.	PRIVATE PLACEMENTS
STEINBERG INC.	PRIVATE PLACEMENTS
STERLEX CD FUND	PRELIM. PROSPECTUS
STRAND OIL & GAS LTD.	PRESS RELEASE
SUMACH RESOURCES INC.	IFS 9 MN SE 30 85
SUMMIT GOLD MINES INC.	RULING/ORDER/REASONS
SUPERIOR ACCEPTANCE CORPORATION LIMITED	DIVIDEND NOTICE
SUPERIOR ACCEPTANCE CORPORATION LIMITED	PRESS RELEASE
TECK CORPORATION	T.S.E. MATERIAL
TECK CORPORATION	T.S.E. MATERIAL
TELESCAN TECHNOLOGIES INC.	RULING/ORDER/REASONS
TEMBEC INC.	ANNUAL REPORT
TEMBEC INC.	IFS 9 MN JE 30 84
TEMBEC INC.	IFS 6 MN MR 31 84
TEMBEC INC.	IFS 3 MN DE 31 83
TERRA MINES LTD.	PRESS RELEASE
TERRA MINES LTD.	T.S.E. MATERIAL
TEX-SOL EXPLORATIONS LIMITED	IFS 9 MN SE 30 84
TEXAS INTERNATIONAL COMPANY	10Q 9 MN SE 30 84
THAMES RESOURCES LTD.	CERTIF. OF MAILING
THAMES RESOURCES LTD.	SHRHLDRS. MTNG. MAT.
THIRD CANADIAN GENERAL INVESTMENT TRUST	DIVIDEND NOTICE
THOMAS NATIONWIDE TRANSPORT LIMITED	ANNUAL REPORT
THOMAS NATIONWIDE TRANSPORT LIMITED	SHRHLDRS. MTNG. MAT.
TORONTO SUN PUBLISHING CORPORATION	IFS 39 WK SE 29 84
TORONTO YORKVILLE HOTEL DEVELOPMENT	PRIVATE PLACEMENTS
TORONTO YORKVILLE HOTEL DEVELOPMENT	OFFERING MEMORANDUM
TORSTAR CORPORATION	CERTIF. OF MAILING
TRANS MOUNTAIN PIPE LINE COMPANY LIMITED	IFS 9 MN SE 30 84
TRANS MOUNTAIN PIPE LINE COMPANY LIMITED	PRESS RELEASE
TRANS QUEBEC & MARITIMES PIPELINE INC.	PRELIM. PROSPECTUS
TRANS-NORTHERN PIPELINES INC.	PRIVATE PLACEMENTS
TRICENTROL PLC	FORM 6-K FOR OCTOBER
TRILOGY RESOURCES CORPORATION	APPLICATION
TRILOGY RESOURCES CORPORATION	RULING/ORDER/REASONS
TRIPLE CROWN ELECTRONICS INC.	PRESS RELEASE
TRIPLE CROWN ELECTRONICS INC.	FORM 27-MAT. CHANGE
UAP INC.	PRELIM. PROSPECTUS
ULS INTERNATIONAL INC.	RULING/ORDER/REASONS
ULS INTERNATIONAL INC.	APPLICATION
UNICORP CANADA CORPORATION	PRESS RELEASE
UNICORP RESOURCES LTD.	PRESS RELEASE
UNION CARBIDE CANADA LIMITED	IFS 9 MN SE 30 84
UNION GAS LIMITED	DIVIDEND NOTICE
UNION GAS LIMITED	PRESS RELEASE
UNITED CANSO OIL & GAS LTD.	FORM 27-MAT. CHANGE
UNITED CANSO OIL & GAS LTD.	PRESS RELEASE
UNITED SISCOE MINES INC.	CHANGE DIRECTORS

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ISSUER	TITLE
UNITED WESTBURNE INDUSTRIES LIMITED	PRESS RELEASE
UNIVERSAL FUELS COMPANY	FORM 10K
UNIVERSAL SAVINGS AMERICAN FUND	IFS 9 MN SE 30 84
UNIVERSAL SAVINGS EQUITY FUND LIMITED	IFS 9 MN SE 30 84
UNIVERSAL SAVINGS INCOME FUND	IFS 9 MN SE 30 84
UNIVERSAL SAVINGS JAPAN FUND	IFS 9 MN SE 30 84
UNIVERSAL SAVINGS NATURAL RESOURCE &	IFS 9 MN SE 30 84
VAN DER HOUT ASSOCIATES LIMITED	IFS 9 MN SE 30 84
VENTEX ENERGY LTD.	AUD. ANN. FIN. STMT.
VISTA EXPLORATIONS LIMITED	CERTIF. OF MAILING
VS SERVICES LTD.	PRESS RELEASE
VULCAN INDUSTRIAL PACKAGING LIMITED	PRESS RELEASE
WAFERBOARD CORPORATION LIMITED	T.S.E. MATERIAL
WAITE DUFAULT MINES LIMITED	ESCROW AGREEMENTS
WAJAX LIMITED	PRESS RELEASE
WELDWOOD OF CANADA LIMITED	IFS 9 MN SE 30 84
WESTBURNE INTERNATIONAL INDUSTRIES LTD.	PRESS RELEASE
WESTFIELD MINERALS LIMITED	PRESS RELEASE
WESTFIELD MINERALS LIMITED	PRESS RELEASE
WESTHAMPTON COURT	APPLICATION
WESTLEY MINES LIMITED	PRESS RELEASE
WESTMIN RESOURCES LIMITED	PRESS RELEASE
WHARF RESOURCES LTD.	FORM 27-MAT. CHANGE
WHIM CREEK CONSOLIDATED N.L.	IFS 9 MN SE 30 84
WHIM CREEK CONSOLIDATED N.L.	QUARTERLY REPORT, 3
WILANOUR RESOURCES LIMITED	IFS 9 MN SE 30 84
WILANOUR RESOURCES LIMITED	CHANGE DIRECTORS
WIX INC.	IFS 9 MN SE 30 84
WIX INC.	CERTIF. OF MAILING
WRIGHT-HARGREAVES MINES LIMITED	IFS 9 MN SE 30 84
WRIGHT-HARGREAVES MINES LIMITED	CERTIF. OF MAILING
YVANEX DEVELOPMENTS LIMITED	APPLICATION
ZARINA EXPLORATIONS LTD.	AUD. ANN. FIN. STMT.
ZARINA EXPLORATIONS LTD.	CERTIF. OF MAILING

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CHAPTER 11

NEW ISSUE AND SECONDARY FINANCING

11.1 FINAL RECEIPTS ISSUED

11.1.1 RUSSELL HOLDINGS LIMITED

Russell Holdings Limited

Final receipt issued November 14, 1984 for a prospectus dated November 7, 1984 pursuant to subsection 2 of section 52 of the Act.

11.1.2 INSPIRATION RESOURCES CORPORATION

Inspiration Resources Corporation

Final receipt issued November 20, 1984 for a prospectus dated November 19, 1984 offering Rights to purchase 14,457,000 common shares, one Right for each Common Share of Inspiration Resources Corporation or Special Share of Hudson Bay Mining and Smelting Co. Limited. Three Rights plus U. S. $10.38 for two Common Shares of Inspiration Resources Corporation.

11.1.3 FUTUREFUND SHARES INC.

FutureFund Shares Inc.

Final receipt issued October 22, 1984 for prospectus dated October 22, 1984 offering seven classes of special shares of FutureFund Shares Inc. The initial class of the seven classes of special shares offered is the class of FoodFund Shares which will be offered for sale at an initial offering price of $5.00 per share up to and including November 30, 1984 or such later date within a further twelve-month period thereof as may be fixed by the board of directors of FutureFund Shares Inc., and, thereafter, at an offering price equal to the net asset value of a share of such class.

Where the aggregate net asset value of the class of FutureFund Shares exceeds $100,000, another class of shares may be offered in a substantially similar basis and so on from time to time until ultimately all offered classes of shares are being offered simultaneously.

11.2 PRELIMINARY PROSPECTUSES RECEIVED

11.2.1 CDC LIFE SCIENCES INC.

November 13, 1984

CDC Life Sciences Inc. — National Issue - Ontario

Offering $ * common shares at a price of $ * per share.

Underwriters: Burns Fry Limited
Dominion Securities Pitfield Limited
Wood Gundy Inc.

11.2.2 GOLD COMPANY OF AMERICA

November 14, 1984

Gold Company of America — National Issue - Ontario

Offering 12,500,000 units at a price of U S. $20 per unit, with a minimum subscription of 100 units.

Agent: Prudential-Bache Securities Inc.

11.2.3 EQUITY SILVER MINES LIMITED

November 15, 1984

Equity Silver Mines Limited — National Issue - B. C.

Offering $ * cumulative redeemable convertible preferred shares, Series One at a price of $ * per share to yield * % per annum.

Underwriters: Dominion Securities Pitfield Limited
Richardson Greenshields Of Canada Limited
Pemberton Houston Willoughby Incorporated

11.2.4 COOPERATIVE ENERGY DEVELOPMENT

November 16, 1984

Cooperative Energy Development Corporation National Issue - Alberta

Offering $ *, * class A shares at a prive of $ * per share.

Underwriters: Merrill Lynch Canada Inc.
Dominion Securities Pitfield Limited

11.2.5 VILLAGE PARK I (ST. JOHN'S) LIMITED PARTNERSHIP

November 19, 1984

Village Park I (St. John's) Limited Partnership

Offering 291 units at a price of $5,000 per unit.

Agent: Walwyn Stodgell Cochran Murray Limited

11.3 AMENDMENTS RECEIVED

11.3.1 NATIONAL BUSINESS SYSTEMS INC.

November 16, 1984

National Business Systems Inc.

Amendment No. 1 dated November 15, 1984 to preliminary prospectus.

11.3.2 DOME PETROLEUM LIMITED

November 14, 1984

Dome Petroleum Limited

Amendment No. 2 dated November 13, 1984 to preliminary prospectus.

11.4 PRELIMINARY SHORT FORM PROSPECTUS RECEIVED

11.4.1 CANADIAN NATIONAL RAILWAY COMPANY

November 16, 1984

Canadian National Railway Company National Issue - Quebec

Offering $ *, * % debentures (unsecured and redeemable) at a price of * and accrued interest, if any, to yield approximately * %.

Underwriters: McLeod Young Weir Limited
Richardson Greenshields Of Canada Limited
Wood Gundy Inc.
Geoffrion, Leclerc Inc.
Pemberton Houston Willoughby Incorporated
Levesque, Beaubien Inc.

11.5 ANNUAL INFORMATION FORM RECEIVED

11.5.1 INLAND NATURAL GAS CO. LTD.

November 13, 1984

Inland Natural Gas Co. Ltd

An annual information form dated November 7, 1984 has been filed by Inland Natural Gas Co. Ltd. This is a refiling.

11.6 PRELIMINARY PROSPECTUS - FILE CLOSED

11.6.1 GLOBAL SHELTER LTD

November 16, 1984

Global Shelter

The file relating to the preliminary Exchange Offering Prospectus dated August 23, 1984 has been closed pursuant to Regulation 27 (1) (2).

CHAPTER 12

REGISTRATIONS (NIL)

THERE IS NO MATERIAL FOR THIS CHAPTER

IN THIS ISSUE

CHAPTER 25

OTHER INFORMATION

25.1 TRANSFERS WITHIN ESCROW

25.1.1 EQUITABLE MINES LIMITED

September 19, 1984

Equitable Mines Limited

From	To	No. of Shares
Nashie Developments	Altair Investments	675,000

25.1.2 TIPPERARY RESOURCES LIMITED

September 20, 1984

Tipperary Resources Limited

From	To	No. of Shares
G. P. Petroleum Limited		(303,700)
	Whitman Management Services Limited	151.875
	Helene Bonhome	50,625
	416889 Ontario Ltd.	101,250
416889 Ontario Limited		(173,450)
	Norman Christopher	90,194
	Douglas Chalmers	57,239
	Whitman Management Services Limited	17,345
	Raymond Wyrzykowski	8,672

25.1.3 NAHANNI MINES LIMITED

October 4, 1984

Nahanni Mines Limited

From	To	No. of Shares
Richard Shields	Philip S. Dickson Jr.	2,115

25.1.4 NANENCO RESOURCES LTD.

Nanenco Resources Ltd.

The Commission hereby consents to the physical transfer of 198,333 escrowed shares of Nanenco Resources Limited from Central Trust Company, Toronto to Central Trust Company, Vancouver.
The said escrowed shares are to be held by Central Trust Company Vancouver under the same terms and conditions as previously agreed to by Central Trust Company, Toronto.

25.1.5 NEW CAMPBELL ISLAND MINES LTD

October 5, 1984

New Campbell Island Mines Ltd

From	To	No. of Shares
Colin A. Campbell	Lundberg-Tirkanits and Associates Limited	29,470

25.1.6 VAN HORNE GOLD EXPLORATION INC.

October 10, 1984

Van Horne Gold Exploration Inc.

From	To	No. of Shares
H. J. Hodge Incorporated	Moss Resources Ltd.	100,000

25.1.7 AUGARITA PORCUPINE MINES LIMITED

October 24, 1984

New Augarita Porcupine Mines Limited

Consent is hereby given to the physical transfer of all the escrowed shares of New Augarita Porcupine Mines Limited and the change of escrow agent from Guaranty Trust Company of Canada to Central Trust Company.

25.1.8 AUGMITTO EXPLORATIONS LIMITED

Augmitto Explorations Limited

The Commission hereby consents to the physical transfer of 642,000 escrowed shares of Augmitto Explorations Limited and the change of escrow agent from Guaranty Trust Company of Canada to National Trust Company.

25.1.9 AUGDOME CORPORATION LIMITED

Augdome Corporation Limited

The Commission hereby consents to the physical transfer of all the escrowed shares of Augdome Corporation Limited and the change of escrow agent from Guaranty Trust Company of Canada to Central Trust Company.

25.1.10 BAXTER TECHNOLOGIES CORPORATION

Baxter Technologies Corportion

The Commission hereby consents to the transfer within escrow of 2,290,318 common shares of Baxter Technologies Corporation from First Arbax Corporation Ltd. to The JaunTy Corporation.

The Commission hereby consents to the pledge by The JaunTy Corporation to First Arbax Corporation Ltd. of 3,173,000 escrowed common shares of Baxter Technologies Corporation (the "Subject Shares") on the condition that The JaunTy Corporation is the owner of record and the beneficial owner of the Subject Shares and that any transfer of the Subject Shares requires the prior written consent of the Commission.

25.1.11 REDSTONE RESOURCES INC.

October 31, 1984

Redstone Resources Inc.

From	To	No. of Shares
First National Uranium Mines Limited	Groundstar Resources Limited	17,308

25.1.12 CONSOLIDATED PANTHER MINES LTD.

November 15, 1984

Consolidated Panther Mines Ltd.

From	To	No. of Shares
Lehman Brothers Kuhn Loeb Inc.	Shearson Lehman/ American Express Inc.	43,900
Bansco & Co. as nominee for the Account of Janet M. C. Day	H. Michael Burns and George A. Wilson as Executors of the Estate of Janet M. C. Day.	2,499

25.2 RELEASES FROM ESCROW

25.2.1 EQUITABLE MINES LIMITED

September 19, 1984

Equitable Mines Limited

The Commission consents to the release of 225,000 escrowed shares of Equitable Mines Limited.

25.2.2 NELMA INFORMATION INC.

Nelma Information Inc.

The Commission consents to the release from escrow of all of the common shares held by Kaycee Holdings Limited, Frederick Horn and Phoenix World Trade Inc. under the Agreement of July 28, 1983.

25.2.3 SHININGTREE GOLD RESOURCES INC.

October 12, 1984

Shiningtree Gold Resources Inc.

The Commission hereby consents to the pro rata release of 36,666 escrowed shares of Shiningtree Gold Resources Inc.

25.2.4 LANPAR TECHNOLOGIES INC. ET AL

October 18, 1984

Lanpar Technologies Inc.
and 503126 Ontario Limited

The Commission hereby consents to the release from escrow of 289 Class A Preferred Shares of 503126 Ontario Limited owned by Mr. Joseph C. Pardo.

25.2.5 GREYHOUND COMPUTER OF CANADA LTD.

October 23, 1984

Greyhound Computer of Canada Ltd

The Commission consents to the release from escrow of 3,270,744 shares of Greyhound Computer of Canada Ltd. held by Greyhound Capital Corporation (formerly Greyhound Computer Corporation).

25.2.6 ROYAL GOLD & SILVER CORPORATION

October 24, 1984

Royal Gold & Silver Corporation

Consent is hereby given to the release from escrow of 208,785 common shares of Royal Gold & Silver Corporation.

25.2.7 BOREALIS EXPLORATION LIMITED

Borealis Exploration Limited

The Commission consents to the release from escrow of the 600,000 shares of Borealis Exploration Limited held in the name of The Catawba Corporation, on condition that 475,000 of these shares be cancelled.

ES RESOURCES LIMITED

November 7, 1984

Geddes Resources Limited

Consent is hereby given to the pro rata release of 156,982 escrowed shares of Geddes Resources Limited. In addition 8,334 escrowed "optioned shares" registered in the name of Kurt Swinton are also to be released.

ONTARIO SECURITIES COMMISSION
CORPORATE FINANCE BRANCH

STATISTICS OF FILINGS 1983-84

Comparative monthly and cumulative dollar value
of financial filings accepted October, 1984
(IN $000'S)

	MONTH				CUMULATIVE			
	1983		1984		1983		1984	
PROSPECTUSES INCLUDING SHORT FORMS *	Equity	Debt	Equity	Debt	Equity	Debt	Equity	Debt
Bank	20,400	-	-	75,000	357,780	-	1,148,000	325,000
Film	-	-	-	-	-	-	-	-
Finance	-	-	-	-	49,985	-	-	50,000
Industrial	387,011	-	228,530	175,000	2,502,197	843,415	2,345,218	599,000
M.U.R.B.	29,416	-	-	-	121,460	-	5,535	-
Natural Resource								
- Mining - Junior	2,931	-	633	-	34,331	-	61,423	-
- Mining - Other	-	-	-	-	277,981	-	88,493	-
- Oil & Gas - Junior	-	-	-	-	73,069	-	9,445	-
- Oil & Gas - Other	19,000	-	-	-	420,303	-	17,500	-
Oil & Gas Program	-	-	-	-	3,195	-	-	-
S.B.D.C.	1,453	-	3,125	-	3,453	-	23,848	-
Miscellaneous	96,721	-	30,150	-	646,842	-	296,288	-
Sub Total	556,932	-	262,438	250,000	4,490,596	843,415	3,995,750	974,000
EXCHANGE OFFERING PROSPECTUSES								
Industrial	2,625	-	-	-	4,125	-	7,800	-
Natural Resource								
- Mining - Junior	2,215	-	-	-	10,669	-	6,585	-
- Mining - Other	-	-	-	-	513	-	-	-
- Oil & Gas - Junior	-	-	-	-	2,400	-	1,000	-
- Oil & Gas - Other	-	-	-	-	3,000	-	-	-
Sub Total	4,840	-	-	-	20,707	-	15,385	-
EXEMPT FINANCINGS								
Form 20	175,233	40,072	226,090	308,770	2,361,225	807,066	2,725,687	1,800,160
Form 21	7,583	650	3,579	1,238	48,344	12,785	96,827	15,698
Sub Total	182,816	40,722	229,669	310,008	2,409,569	819,851	2,822,514	1,815,858
TOTAL	744,588	40,722	492,107	560,008	6,920,872	1,663,266	6,833,649	2,789,858
*	221,911	-	150,000	175,000	870,314	672,270	2,004,470	700,000

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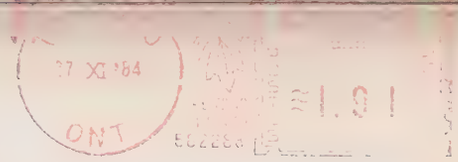
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The Ontario Securities Commission administers the Securities Act of Ontario (R.S.O. 1980, c. 466) and the Commodity Futures Act of Ontario (R.S.O. 1980, c. 78).

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OSC BULLETIN

VOLUME 7 #48/84

NOVEMBER 30, 1984

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CHAPTER 1

NOTICES/PRESS RELEASES

1.1 PRESS RELEASE

1.2 OSC REFUSES TRILON AND CROWNX APPLICATIONS

November 28, 1984.

The Ontario Securities Commission announced today that it has refused the application of Trilon Financial Corporation for an order accepting the financial statements of Trilon previously filed and statements to be filed.

In addition to owning in excess of 50% of the outstanding shares of Royal Trustco Limited and other assets, Trilon owns 98% of the outstanding shares of London Life Insurance Company. The issue in the application was whether Trilon could consolidate the accounts of London Life which are not prepared in accordance with generally accepted accounting principles ("GAAP") but in accordance with applicable insurance legislation.

The Handbook of the Canadian Institute of Chartered Accountants recommends that a parent's investment in a subsidiary that is an insurance company, the financial statements of which are neither prepared in accordance with GAAP nor conformed for the purposes of consolidation to GAAP, should be accounted for by a modified form of the equity method. In addition, the parent company should include either separate financial statements of the subsidiary or condensed financial statements, including notes, of the subsidiary.

By consolidating the statements of London Life without conforming the statements to GAAP, Trilon has not complied with the Handbook recommendations in preparing its statements for the year ended December 31, 1983 and for the first three quarters of 1984. Trilon instead prepared its statements on a disclosed basis of accounting.

The Ontario Securities Commission also announced its decision concerning the application by Crownx Inc. for a ruling that the Commission accept the financial statements of Crownx for the first three quarters of 1984 and financial statements of Crownx to be filed.

Crownx owns approximately 94% of the outstanding shares of Crown Life Insurance Company, in addition to certain other assets. The Commission rejected the contention of Crownx that (i) "special circumstances" existed in respect of its ownership of Crown Life and (ii) therefore it could consolidate the financial statements of Crown Life without conforming the statements to the requirements of GAAP. The statements of Crown Life are prepared in accordance with the requirements of applicable insurance legislation.

The Commission also refused the application of Crownx for an order accepting the Crownx financial statements which, in the Commission's view, are not prepared in accordance with GAAP.

The Commission stated that, in the case of both Trilon and Crownx, its refusal applies to the statements previously filed which do not comply with the Handbook, and to the statements to be filed for the year ended December 31, 1984 and to the statements for the first three quarters of 1985. The Commission has invited both Trilon and Crownx to make similar applications for the statements for the year ended December 31, 1985 and for the statements filed thereafter if, in the interim, the CICA has not addressed the issue of consolidation of accounts of an insurance subsidiary. In refusing the application on those terms, the Commission reaffirmed its view that the principles to be followed in the preparation of a company's financial statements should be set by the Canadian Institute of Chartered Accountants and that the Commission should only allow a departure from these principles in rare cases. The Commission also stated that it was concerned that the Institute address the issue raised by this application expeditiously and that if this was not possible, the Commission would be prepared to reconsider the issue. Written reasons for the Commission's decision on both applications will be issued in the near future.

Ref: Peter J. Dey
(416) 963-0211

1.3 NOTICES

1.4 NATIONAL POLICY NO. 1/CLEARANCE OF NATIONAL ISSUES

NATIONAL POLICY NO. 1
CLEARANCE OF NATIONAL ISSUES

At their fall meeting, the Canadian Securities Administrators approved the revised version of National Policy No. 1 - Clearance of National Issues which is published in the Policies section of this bulletin. This revised version of National Policy No. 1 updates the previous version of the policy to reflect existing practices and procedures and the advent of the Prompt Offering Qualification System. The policy is in its final form and takes effect upon publication.

1.5 DRAFT OSC POLICY STATEMENT 5.9

NOTICES

The Commission has approved Draft OSC Policy Statement 5.9 - Escrow Guidelines - Industrial Issues which is published in the Policies section of this bulletin. This policy statement has been developed in cooperation with the Commission des Valeurs Mobilieres du Quebec ("CVMQ"). A revised Draft Policy Statement No. Q-8 entitled First Distribution of Securities By Way of Prospectus By a Firm in the Secondary or Tertiary Sector will be published by the CVMQ soon. Q-8 although different in form from the policy statement is in substance the same. The Commission trusts that its effort to refine its escrow requirements relating to industrial issuers and to co-ordinate these requirements with those of the CVMQ will make it easier for industrial issuers to undertake initial public financings. Comments on the policy statement are invited and will be received by the Commission until Decemberr 28, 1984.

1.6 OSC TELEPHONE DIRECTORY

For the benefit of the readers of the Ontario Securities Commission Bulletin, the following insert is a current Telephone Directory for the OSC.

ONTARIO SECURITIES COMMISSION, 17TH, 18TH FLOORS
20 QUEEN STREET WEST, TORONTO, ONTARIO M5H 3S8

RECEPTIONIST - 18TH FLOOR

Dan Mahoney (C.S.)	3-0223

EXECUTIVE OFFICE - 18TH FLOOR

Peter J. Dey, Q.C., Chairman	963-0211
Marilee Wills, Secretary	3-0211
Charles Salter, Q.C., Vice-Chairman	3-0211
Veronica Abreu, Secretary	3-0211

COMMISSIONERS - 18TH FLOOR

Jack W. Blain, Q.C.	362-1812
Alfred T. Holland	979-3504
Frank Iacobucci	978-2122
R. James Kane	868-8692
Edgar S. Miles	929-5909
David C. H. Stanley	485-1701
Malcolm A. Taschereau	585-9332

FINANCIAL ANALYST - 18TH FLOOR

Syl S. Gorecki, C.A.	3-0219

LEGAL ADVISOR - 18TH FLOOR

Joan O'Donnell, Secretary	3-0218
Seiko Inamoto, Secretary	3-0218
Bill Ainley (R.S)	3-0217
Patricia Olasker, (R.S.)	5-2971

OFFICE OF THE SECRETARY - 18TH FLOOR

Julie-Luce B. Farrell, Secretary to the OSC	3-0216
Eugene G. Lowe, Asst. Secretary	3-0216
Mary L. Crocker, Secretary	3-0369
Evadney Williams, Secretary	3-0369

DIRECTOR'S OFFICE - 18TH FLOOR

Ermanno Pascutto, Director	3-0220
Harry Malcolmson, Legal Advisor	3-0221
John Hamilton, Administrative Consultant	3-2572
Jeff Lipton (Articling Student)	3-2572
Jean Stiles, Secretary	3-0220

CORPORATE FINANCE BRANCH - 18TH FLOOR

Robert Steen, Deputy Director	3-0239
Georgia Marinos, Secretary	3-0224

Technical Consultants

Dr. Bruce Graham	3-0224
Nels Hogg	3-0224

CORPORATE FINANCE BRANCH (continued)

Solicitors

Stewart Ash (R.S.)	3-0236
Joshua M. Bach	3-0236
Bill Gazzard	3-0236
Priscilla H. Healy	3-0217
Susan McCallum	3-0236
Michael Melanson	3-0236
Bret Mecredy-Williams	3-0236
Carol Pennycook (R.S.)	3-0236
Karen Malatest (R.S.)	3-0236

Accountants

Karen Eby, C.G.A. Assistant Deputy Director	3-0224
Karin Armstrong	3-0224
Ken Thompson, C.A.	3-0224
Marrianne Bridge, C.A.	3-0224
Mary Kelly, C.A.	3-0224
Robert Van Dusen, C.A.	3-0224

Corporate Finance Clerks

Merle Shiwbhajan	3-0224
Gina Sugden	3-0224

November 1984

REGISTRATION BRANCH - 17TH FLOOR

C. Edward Goad, Deputy Director	3-0228
Shirley Cheong, Secretary	3-0228
Judy Chang-Sang	3-0231
Farida Lalani (C.S.)	3-0230
Veronica Navarro	3-0230
Sheila Peters	3-0230
Nadira Rahim/Fernanda Ferraro (Acting)	3-0230
Linda Sergeant	3-0230
Lorraine Thinel	3-0231

FINANCE & ADMINISTRATION

Shirley Jagt, Associate Director	3-1413
Barbara Moir, Acting Associate Director	3-1414
Joan Chambers, Acting Secretary	3-1413
D. Medhurst	3-0241
Cathy Perreira, Secretary	3-1413
Helen Wilson	3-0241

MAIL & FILING ROOM - 17TH FLOOR

Barbara Moir, Supervisor	3-0232
Naomi Smith, Acting Supervisor	3-0233
James Macintyre Acting Assistant Supervisor, Filing	3-0233
Adele Sousa	3-0233
Elizabeth Brown (C.S.) Acting Assistant Supervisor, Mail	3-0233
Brad Yakubovich	3-0233
Carlos Rodriguez	3-0233
Marcia Edwards (C.S.)	3-0232

COMMODITY FUTURES BRANCH -17TH FLOOR

David D. Walters, Deputy Director	3-0255
Susan Lee Wolburgh Jenah, Commodity Futures Analyst	3-0255
Lois Jones, Secretary	3-0255

ENFORCEMENT BRANCH - 17TH FLOOR

John F. Leybourne, Deputy Director	3-0248
Barbara Little, Supervisor, Support Services	3-0249

Counsel

Dennis V. Bigham	3-0253
William Brown	3-0253
J.J. Douglas	3-0253

Market Surveillance

Tom Petroff, Market Analyst	3-0250
Joanna Fallone, Asst. Market Analyst	3-0250

Accountants

Jim E.A. Widdowson, C.A. Senior Inv. Accountant	3-0250
Heidi L. Akhtar, C.G.A.	3-0252
Jacqui Bernard, C.A.	3-0252
Michael deVerteuil	3-0252
Larry M. Waite, R.I.A.	3-0252
Bob Martin (R.S.)	3-0252
Ross Pearman (R.S.)	3-0252

Investigators

Robert Brown, Chief Investigator	3-0247
Ross Ball	3-0242
William Cascagnette	3-0242
John Cottrell, C.G.A.	3-0242
Carolyn Davis	3-0242
Therese Devine	3-0242
Daniel Dukoff	3-0242
Vern Macmillan	3-0242
John Mitchell	3-0242
George Scott	3-0242
Mal Smith	3-0242
William Werezak	3-0242
Philip Yakubovich	3-0242
Bill Rivers	3-0242

Secretaries

Daphne Fernando	3-0253
Diane Lalla	3-1495
Venice Lee	3-0242
Elizabeth Medhurst	3-0242
Eleanor Phipps	3-0242
Pamela Wenaden	3-1495

Court Reporters

Joanne Pinochi	3-0253
Maureen O'Dowd	3-0253

Computer

Syl Forestieri	3-1495

Word Processing

Marina Perera	3-1495

FINANCIAL DISCLOSURE & INSIDER TRADING - 17TH FLOOR

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Aileen H. Grummett	3-0256
Garry Handford	3-0257
Elizabeth Henry	3-0258
Alice Mendes	3-0258
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Deanna Taylor, C.G.A.	3-0256

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November 1984

1.7 TABLE OF DOCUMENTS TO BE FILED/CLEARANCE OF NATIONAL ISSUES

TABLE OF DOCUMENTS TO BE FILED IN RESPECT OF THE CLEARANCE OF NATIONAL ISSUES

In conjuction with its revision of National Policy No. 1, the Canadian Securities Administrators authorized the publication of a table listing the documents which are to be filed in each jurisdiction in connection with the clearing of national issues. It must be emphasized that the table is not part of National Policy No. 1 and is only being published for the convenience of practitioners. Accordingly, practitioners are cautioned that the requirements of any particular jurisdiction are subject to change at any time, without notice and without necessarily being reflected in the table. Practitioners should refer to each jurisdiction's local policy or policies for the current filing requirements in each such jurisdiction.

DOCUMENTS TO BE FILED

	ALBERTA (see note (g))	BRITISH COLUMBIA (see note (k))	MANITOBA	ONTARIO	QUEBEC	SASKATCHEWAN
a) The following types and numbers of documents should be filed with a preliminary prospectus:						
. Preliminary prospectus - signed	1(P)(A)	1(P)(1)	1	1(P)(A)	1 (French)	1
. Preliminary prospectus - unsigned	3(P)(h)	--	1	4(P)	2 (French)	1
. Auditors comfort letter, if applicable	1(P)(R.52)	1(P)	1	1(P)(R.54)	1(R.54,55)	1
. Directors resolution (certified)	1(P)	--	1	1(P)	1	1
. Technical reports, consents, and certificates of qualification, etc.	2(P)	--	1	2(P)(R.25)	1	1
. Cross-reference sheet	1(P)(R.35(2))	1(P)	1	--	--	1
. Filing fee	1(P)(R.Sched.1, s.8)	1(R)(m)	1(o)	1(R.Sched.1) (n)(p)	1(R.267) (q)	1 ($400)
b) The following types and numbers of documents should be filed with a pro forma prospectus (and pro forma summary statement, if applicable):						
. Pro forma prospectus - unsigned	1(P)	--	2	3	2 (French)	1
. Pro forma prospectus - red-lined	1(P)(1)	1(P)	1	1	1 (French)	1
. Pro forma summary statement, if applicable	1(P)	--	1	3	--	1
. Pro forma summary statement, if applicable - red-lined	1(P)	--	1	1	--	1
. Auditors comfort letter, if applicable	1(P)(R.52)	1(P)	1	1(R.54)	1(R.54,55)	1
. Technical reports, consents, and certificates of qualification, etc.	2(R.23)	--	1	2(R.25)	1	1
. Cross-reference sheet	1(P)(R.35(2))	1(P)	1	--	--	1
. Filing fee	1(P)(R.Sched.1, s.8)	1(P)	1(o)	1(R.Sched.1)	1(R.267)	1 ($300)
. Directors resolution	1(P)	--	--	--	--	--

	ALBERTA (see note (g))	BRITISH COLUMBIA (see note (k))	MANITOBA	ONTARIO	QUEBEC	SASKATCHEWAN
c) The following types and numbers of documents should be filed with a final prospectus (and summary statement, if applicable):						
. Prospectus - signed	1(P)(A)	1(P)	1	1(P)(A)	1 (French)	1
. Prospectus - signed or unsigned	1(P)	--	1	4(P)	1 (French)	1
. Prospectus - red-lined	1(P)	1(P)	1	2(P)	1 (French)	1
. Summary statement, if applicable	2(P)	1(P)	1	4	--	1
. Summary statement, if applicable - red-lined	1(P)	1(P)	1	2	--	1
. Auditors consent letter	1(P)(R.21)	1(P)	1	1(P)(R.23)	1	1
. Auditors comfort letter, if applicable	1(P)(R.51.3)	--	1	1(P)(R.53)	1	1
. Counsels consent	1(P)(R.21)	--	1	1(P)(R.23)	1	1
. Consents of other experts	1(P)(R.21)	1(P)	1	1(P)(R.23)	1	1
. Directors resolution (certified)	1(P)	1(P)	1	1(P)	1	1
. Copies of underwriting or agency agreement and any other material contract requested by Commission staff - signed or notarized - copies	1(P) --	-- --	1 --	1(P) 1(P)	1 --	1 --
. Estimate of proceeds to be realized in jurisdiction and appropriate filing fee	--	-- (m)(n)	--	1(P)(R.Sched.1)(n)(p)	-- (n)	--
. Underwriters certificate, if applicable	1(R.66)	--	--	1(P)(R.68)	--	--
. Cross-reference sheet	1(P)(R.35(2))	1(P)	1	--	--	1
. Prospectus and summary statement, if applicable - commercial copies	2(P)(j)	2(P)	2	2	5	--

	ALBERTA (see note (g))	BRITISH COLUMBIA (see note (k))	MANITOBA	ONTARIO	QUEBEC	SASKATCHEWAN
d) The following types and numbers of documents should be filed with an amendment to a preliminary prospectus and an amendment to a prospectus:						
. Amendment - signed	1(P)	1(P)	1	1	1 (French)	1
. Amendment - unsigned	2(P)	--	1	4	1 (French)	1
. Directors resolution (certified)	1(P)	1(P)	1	1	1	1
. Filing fee	1(P)(R.Sched.1, s.8)	1(R)	1	1(R.Sched.1)	1 (R.267)	1 ($100)
e) The following types and numbers of documents should be filed with an initial annual information form:						
. Annual information form - signed	1(P)	1	1	1	1 (French) (r)	See local policy 3.09 for requirements
. Annual information form - unsigned	2(P)	--	1	2	2 (French) (r)	
. Directors resolution (certified)	1(P)	--	1	1	1	
. Certificate of issuer re eligibility	1(P)	1(P)	1	1	1	
. Undertaking to Commission of issuer to provide documents to any person or company on request	1(P)	1(P)	1	1	--	
. Material incorporated by reference	1(P)	--	1	1	1 (French) (r)	
. Filing fee	1(P)(R.Sched.1, s.8)	--	1(o)	--	--	

LEGEND: Brackets show derivation of requirement
A = Act
R = Regulations
P = Policy Statement (Alberta 3.03 (see note (g)), British Columbia 3.03 and 3.40, Ontario 5.1)

NOTES

(a) In Newfoundland, one executed copy of the preliminary prospectus together with the filing fee of $250 and one executed copy of the final prospectus together with a completed Part IV form must be filed.

(b) Prince Edward Island requires one executed copy of the preliminary prospectus together with the filing fee of $150 and one executed copy of the final prospectus.

(c) Nova Scotia's filing requirements may be met by filing the documents required in the principal jurisdiction together with the filing fee of $150.

(d) New Brunswick's filing requirements may be met by filing one executed copy of a preliminary prospectus, final prospectus or AIF or one unexecuted copy of a pro forma prospectus or summary statement, as applicable, together with one copy of all applicable comfort letters and consent letters and the filing fee of $50.

(e) The Yukon's filing requirements are:
- (i) for a preliminary, pro forma, and final prospectus - one executed copy of the prospectus together with a copy of the final receipt issued by the principal jurisdiction or telex confirmation of same;
- (ii) for the POP system - one executed copy of the AIF and a copy of the receipt or telex confirmation of same; and
- (iii) the filing fee of $10.

(f) The filing requirements of the North West Territories are similar to those of Ontario, except that:
- (i) only one copy of each applicable document need be filed;
- (ii) unsigned copies of a preliminary prospectus, pro forma prospectus or summary statement, final prospectus or summary statement and AIF need not be filed; and
- (iii) extra photostat copies of material contracts and an estimate of proceeds to be realized need not be filed.

(g) The filing requirements for Alberta are contained in ASC local Policy 3-03. Reference is made to this policy which may be updated from time to time. The requirements of the local policy shall govern.

(h) In Alberta, if a preliminary prospectus is supported by a report of a consultant, four unsigned copies of the preliminary prospectus are required.

(i) A red-lined copy of the pro forma prospectus filed under section 97 of the Securities Act (Alberta) showing all changes from the previous prospectus and accompanied by the certificates required by National Policy 30.

(j) To be forwarded as soon as available.

(k) For British Columbia, the prospectus filing requirements are contained in B.C. Local Policy 3.03 and the AIF filing requirements are contained in B.C. Local Policy 3.40. Where B.C. is the principal jurisdiction and/or where the issuer is a junior company which is planning to seek a listing on the Vancouver Stock Exchange, a detailed review of B.C. Local Policy 3.03 should be made to determine the additional prospectus filing requirements which apply.

(l) Unless the preliminary prospectus conforms to the Regulations under the B.C. Act, B.C. requires a telex from another jurisdiction, preferably the principal jurisdiction, that a receipt for the preliminary prospectus has been issued.

(m) In lieu of payment of an estimated fee, B.C. requires an undertaking to file distribution statistics and pay any additional fee upon completion of distribution.

(n) A further filing is required upon cessation of distribution (Ontario R.Sched.1, Quebec R.36 and 94) and the payment of an additional fee, if appropriate (B.C. and Quebec), or adjustment of the estimated fee (Ontario).

NOTES

(o) An additional fee is payable if Manitoba is the principal jurisdiction - R.3(j).

(p) Ontario in practice permits the filing of an estimate of proceeds to be raised in Ontario, and the payment of a fee based thereon, with the final instead of the preliminary prospectus.

(q) A further filing and, if appropriate, the balance of the fee is required after completion of distribution (R.94 and 267(2)).

(r) Quebec only requires a French version of the annual information form and material incorporated by reference at the time of filing of the short form prospectus.

1.8 SECURITIES INDUSTRY REVIEW: MEETING SCHEDULE & SUBMISSIONS

MEETING SCHEDULE

Attached hereto is the schedule of appearances at the Commission's meeting. There may be minor variations to the schedule, which will be published in next week's Bulletin and posted, on a daily basis, during the meeting.

SUBMISSIONS

In the Bulletin of May 4, 1984 ((1984), 7 OSCB 1907) the Commission published a press release dated May 2, 1984 announcing its intention to undertake a policy review on the "Competitive Position of the Securities Industry in Domestic and International Financial Markets". Subsequently, on June 29, 1984 ((1984), 7 OSCB 2766) the Commission published a preliminary issues paper setting out its primary concerns in ensuring the efficiency of domestic capital markets; the Commission invited comments and submissions in response to its preliminary issues paper. In response to the Commission's request for comments, the Joint Securities Industry Committee published its proposal, copies of which were appended to the Bulletin dated September 21, 1984 ((1984), 7 OSCB 3985) and may also be obtained from the Office of the Secretary upon request. The closing date for written submissions was November 5, 1984.

To date, the Commission has received comments from the following:

CANADIAN INVESTMENT DEALERS

1. Regulation and Ownership of Market Intermediaries in Canada - Report of the Joint Securities Industry Committee on behalf of the Alberta, Montreal, Toronto and Vancouver Stock Exchanges and the Investment Dealers Association of Canada. September 19, 1984. Submitted by Tory, Tory, DesLauriers & Binnington (James C. Baillie, Q.C.).

2. Supplementary Report of the Joint Securities Industry Committee on behalf of the Alberta, Montreal, Toronto and Vancouver Stock Exchanges and the Investment Dealers Association of Canada. November 2, 1984. Submitted by Tory, Tory, DesLauriers & Binnington (Richard J. Balfour).

3. Midland Doherty Limited - Regulation and Ownership of Market Intermediaries in Canada. October 24, 1984.

4. Gardiner, Watson Limited on The Securities Industry Policy Review. November 5, 1984. Submitted by McCarthy & McCarthy (V.P. Alboini).

5. Bache Securities Inc. - Submission to the Ontario Securities Commission in Respect of its Policy Review of the Regulations Governing the Ownership and Registration of Securities Firms. November 5, 1984. Submitted by Osler, Hoskin & Harcourt (F.R. Allen).

6. McLeod Young Weir Limited - Regulation and its Effect on the Competitive Position of the Canadian Securities Industry in Domestic and International Financial Markets. November 5, 1984. Submitted by Davies, Ward & Beck (Garfield Emerson).

7. Merrill Lynch Canada Inc. - Submission to the Ontario Securities Commission in Respect of its Policy Review: Competitive Position of the Securities Industry in Domestic and International Financial Markets. November, 1984.

8. Gordon Capital Corporation - Submission with respect to Policy Review: Competitive Position of the Securities Industry in Domestic and International Financial Markets; Regulation: A Security Blanket or Strait-Jacket? November, 1984. Submitted by Davies, Ward & Beck (Thomas I.A. Allen, Q.C.).

9. First Marathon Securities Limited. November 7, 1984.

NON RESIDENT DEALERS

10. Morgan Stanley Canada Limited. November 6, 1984. Submitted by McCarthy & McCarthy (Rene Sorell).

11. Securities Industry Association. November 5, 1984. Submitted by McCarthy & McCarthy (V.P. Alboini).

12. Thomson McKinnon Securities Inc. November 5, 1984.

13. Merrill Lynch Capital Markets. November 5, 1984.

14. Drexel Burnham Lambert Incorporated. November 2, 1984.

15. First Boston Canada Limited. November 5, 1984. Submitted by McCarthy & McCarthy (Rene Sorell).

16. Shearson Lehman/American Express Inc. November 1, 1984.

17. Salomon Brothers Inc. November 5, 1984.

18. Goldman, Sachs & Co. November 5, 1984.

19. The Charles Schwab Corporation. November 6, 1984. Submitted by McCarthy & McCarthy (V.P. Alboini).

20. S.G. Warburg & Co. Ltd. - Submission with respect to regulation and ownership of market intermediaries in Canada. November 6, 1984.

21. CIBC Limited. November 6, 1984.

22. The Nomura Securities Co., Ltd. November 5, 1984.

23. Daiwa Securities Co. Ltd. November 5, 1984.

24. The Nikko Securities Co., Ltd., Toronto Representative Office. November 5, 1984. Submitted by Fasken & Calvin (C.L. Sugiyama).

FINANCIAL INSTITUTIONS

25. The Prudential Assurance Company Limited. November 1, 1984.

26. Metropolitan Life Insurance Company. November 5, 1984. Submitted by Blake Cassels & Graydon.

27. Canadian Life and Health Insurance Association Inc. - Securities Industry Policy Review of Foreign Ownership Restrictions on Advisor and Mutual Fund Dealer Registrations. November 5, 1984.

28. Bank of Montreal. October 25, 1984.

29. The Canadian Bankers' Association. - The Competitive Position of the Securities Industry in Domestic and International Financial Markets. November 6, 1984.

OTHER

30. Deleted.

31. Executive Compensation Consultants Limited. November 5, 1984.

32. Mastercraft Development Corporation. November 5, 1984. Submitted by McCarthy & McCarthy (V.P. Alboini).

33. Committee on Legislation and Regulation, Ontario Chapter, Canadian Association of Financial Planners. October 31, 1984.

34. FEI Canada, Corporate Finance Committee. November 5, 1984.

35. Great Lakes Group Inc. - Corporate Profile. November 6, 1984.

36. The Permanent Commercial Limited. October 26, 1984.

37. Prospectors and Developers Association. November 2, 1984.

38. The Investment Funds Institute of Canada. November 6, 1984.

39. J.F. (Rick) Durst. November 7, 1984.

40. Discount Corporation of New York (Canada) Ltd. November 7, 1984.

41. Submission by the Director of Investigation and Research of the Combines Investigations Act to the Ontario Securities Commission on the Issue of Regulation and Ownership of Market Intermediaries in Canada. November 7, 1984.

42. Credit Suisse First Boston Limited. November 8, 1984.

43. Commission staff submission. November 16, 1984.

Xerographic and microfiche copies of these documents are available from: Micromedia Ltd., 144 Front Street West, Toronto, Ontario M5J 2L9 (416) 593-5211.

TRANSCRIPTS

Transcripts of the meeting will be available on a daily copy basis. Those interested in purchasing copies thereof should contact the Office of the Secretary (416) 963-0216.

OSC SECURITIES INDUSTRY REVIEW

REVISED SCHEDULE FOR PUBLIC MEETING

DATE	NOVEMBER 19	NOVEMBER 20	NOVEMBER 21	NOVEMBER 22	NOVEMBER 23
10:00 a.m.	OSC Counsel	Gordon Capital	Merrill Lynch		Investment Funds Institute
2:00 p.m.	JSIC		Gardiner, Watson First Marathon	Discount Corp. Rick Durst Prospectors and Developers Assoc.	
DATE	**NOVEMBER 26**	**NOVEMBER 27**	**NOVEMBER 28**	**NOVEMBER 29**	**NOVEMBER 30**
10:00 a.m.	Financial Executives Institute		JSIC	CBA	JSIC
2:00 p.m.	Bache Securities		T. Courchene Cdn. Association of Financial Planners	Royal Bank Orion Royal Bank	JSIC
DATE	**DECEMBER 3**	**DECEMBER 4**	**DECEMBER 5**	**DECEMBER 6**	**DECEMBER 7**
10:00 a.m.	McLeod, Young Weir	CIBC Limited Securities Industry Association	CBA Royal Bank	McLeod, Young Weir Merrill Lynch Bache Securities	OSC Counsel
2:00 p.m.	JSIC	Gardiner, Watson Director of Investigation & Research, CIA	Morgan Stanley First Boston	JSIC	

(Revised November 22, 1984)

CHAPTER 2

DECISIONS, ORDERS AND RULINGS

2.1 SIENNA RESOURCES LIMITED

Headnote

Section 73: Issue of securities to shareholders in satisfaction of debt not subject to sections 24 or 52 of the Act provided that the first trade is made in accordance with subsection 71(5) of the Act.

IN THE MATTER OF THE SECURITIES ACT,
R. S. O. 1980, CHAPTER 466

AND

IN THE MATTER OF SIENNA RESOURCES LIMITED

RULING
(Section 73)

UPON the application of Sienna Resources Limited ("Sienna") to the Ontario Securities Commission (the "Commission") pursuant to section 73 of the Securities Act, R. S. O. 1980, chapter 466 (the "Act") that the proposed distribution of common shares and share purchase warrants of Sienna to former shareholders of Bolero Resources ("Bolero") is not subject to sections 24 and 52 of the Act;

AND UPON Sienna having represented to the Commission that:

1. Sienna is a reporting issuer under the Act and has been a reporting issuer for more than 12 months;

2. The common shares of Sienna are listed on the Toronto and Vancouver stock exchanges;

3. Pursuant to a plan of arrangement made in accordance with the laws of Alberta, effective November 1, 1982 Sienna acquired all of the outstanding shares of Bolero in exchange for shares of Sienna, which shares of Sienna were distributed in Ontario pursuant to a prospectus for which a receipt was issued under the Act, and the shareholders of Bolero became shareholders of Sienna;

4. In connection with the incurring of eligible expenditures, the former shareholders of Bolero are entitled to receive certain petroleum incentive payments paid to Sienna as trustee on behalf of such shareholders;

5. Sienna proposes to offer the former Bolero shareholders common shares and share purchase warrants of Sienna in satisfaction of the debt owed by Sienna to such former shareholders in respect of such petroleum incentive payments;

6. There are only three former Bolero shareholders resident in Ontario who would be entitled to receive common shares of Sienna including shares acquired upon exercise of the share purchase warrants, pursuant to the proposed offering, the number of which in the aggregate would be equal to less than 1 percent of the outstanding common shares of Sienna; and

7. The former Bolero shareholders are shareholders of Sienna and will be provided with disclosure similar to that provided in respect of rights offerings in respect of the proposed offer;

AND UPON the Commission being satisfied that to so rule would not be prejudicial to the public interest;

NOW THEREFORE IT IS RULED pursuant to subsection 73(1) of the Act that the proposed distribution of common shares and share purchase warrants of Sienna to former Bolero shareholders resident in Ontario in satisfaction of the debt owed by Sienna to those shareholders is not subject to sections 24 or 52 of the Act provided that:

(a) the first trades in the common shares and the share purchase warrants issued pursuant to this ruling shall be made in accordance with subsection 71(5) of the Act and section 18a of the Regulation thereunder as if such shares and warrants had been acquired pursuant to one of the exemptions referred to in subsection 71(5) of the Act; and

(b) Sienna shall provide to each such shareholder a copy of this ruling.

November 8, 1984.

"Charles Salter" "E. S. Miles"

2.2 GBC CAPITAL LTD.

Headnote

Section 73: Distribution by an issuer to existing common shareholders of common share purchase warrants expiring in 1990 and the first trades in such warrants and underlying common shares are not subject to sections 24 and 52 of the Act. Uniform Act Policy 2. 05 precludes reliance upon section 71(1)(h) for issue of long-term warrants. Issuer not a reporting issuer under the Act but a reporting issuer under the Securities Act of Quebec and therefore subject to similar continuous requirements. Only 26 shareholders with addresses in Ontario and only 7% of outstanding shares held by Ontario residents. Warrantholders to be provided with continuous disclosue and first trade to be made through the facilities of the Montreal Exchange or the Stock Exchange, London.

IN THE MATTER OF THE SECURITIES ACT,
R. S. O. 1980, CHAPTER 466

AND

IN THE MATTER OF GBC CAPITAL LTD.

RULING
(Section 73)

UPON the application of GBC Capital Ltd. (the "Company") to the Ontario Securities Commission (the "Commission") pursuant to section 73 of the Securities Act, R. S. O. 1980, c. 466 (the "Act") for a ruling that a proposed distribution of warrants to shareholders resident in Ontario and the first trades in the warrants and the common shares acquired upon exercise of the warrants is not subject to sections 24 or 52 of the Act;

AND UPON the Company having represented to the Commission that:

1. The Company is a company continued under the Canada Business Corporations Act and is not a reporting issuer under the Act but is a reporting issuer under the Securities Act of Quebec;

2. The common shares of the Company are listed on the Montreal Exchange and application will be made to the Council of The Stock Exchange, London for the common shares of the Company to be admitted to the Official List;

3. The Company proposes to issue without cost to all of its common shareholders other than those resident in the United States of America or the territories and possessions thereof, at a record date to be established, warrants (the "Warrants") to purchase additional common shares (the "Additional Common Shares") of the Company, which Warrants shall expire on September 1, 1990;

4. The Company will deliver to all of its shareholders to whom the Warrants will be issued an offering notice (the "Offering Notice") in the form prescribed by securities legislation in Quebec and which

complies with Commission Policy 6. 2, including the disclosure required by Appendix A of Policy 6. 2, in respect of the proposed issue of Warrants, as if such issue was made in reliance upon subparagraph 71(h)(i) of the Act;

5. Only 26 shareholders of the Company have addresses in Ontario;

6. Residents of Ontario hold approximately 7% of the outstanding common shares of the Company; and

7. The Warrants will be issued in fully registered form and the Company will provide to the registered holders thereof the same continuous disclosure and other information it is required to provide to shareholders pursuant to applicable corporate and securities legislation;

AND UPON the Commission being satisfied that to so rule would not be prejudicial to the public interest;

NOW THEREFORE IT IT IS RULED THAT the issue and distribution by the Company of the Warrants to its common shareholders resident in Ontario and the first trades in the Warrants and the Additional Common Shares are not subject to sections 24 and 52 of the Act, provided that:

(a) The Company is at the date of issue of the Warrants, and continues to be during the period in which the Warrants may be exercised, a reporting issuer not in default of any requirement of the Securities Act of Quebec or the regulations thereunder, or the Company becomes, and continues to be during such period, a reporting issuer under the Act;

(b) No unusual effort is made to prepare the market or create a demand for the Warrants or the Additional Common Shares and no extraordinary commission or consideration is paid in respect of a trade in the Warrants or the Additional Common Shares;

(c) The first trade in the Warrants and the Additional Common Shares shall be made through the facilities of the Montreal Exchange or The Stock Exchange, London; and

(d) The Offering Notice shall disclose the condition set forth in paragraph (c) of this Ruling.

November 14, 1984.

"Charles Salter" "R. J. Kane"

2.3 MPG INVESTMENT CORPORATION LIMITED

Headnote

Section 73 - Distribution by an issuer to existing common shareholders of five year warrnts to purchase additional common shares.

In this case, an issuer sought a ruling from the Commission pursuant to section 73 of the Act permitting the issuer to issue without cost to its existing common shareholders five year warrants to purchase additional common shares. The issuer undertook to issue such warrants in fully registered form and to provide to the registered holders thereof the same continuous disclosure and other information which is required by the Act to be furnished to equity shareholders of the issuer. In seeking this ruling the issuer offered to prepare and file for approval with Commission staff a circular similar in content to a rights offering circular. Commission staff expressed concern about the timeliness of any information contained in such a circular in light of the five year exercise period for the warrants. In lieu of such a disclosure document, the Commission, at the suggestion of the Director, granted the requested ruling subject to the issuer complying with the undertaking referred to in paragraph (a) below together with the conditions set forth in paragraphs (b) and (c) of the ruling.

IN THE MATTER OF THE SECURITIES ACT,
R. S. O. 1980, CHAPTER 466

AND

IN THE MATTER OF MPG INVESTMENT CORPORATION LIMITED

RULING
(Section 73)

UPON the application of MPG Investment Corporation Limited (the "Corporation") to the Ontario Securities Commission (the "Commission") for an order exempting the Corporation from sections 24 and 52 of the Securities Act, R. S. O. 1980, chapter 466 (the "Act") in connection with a proposed distribution to common shareholders of the Corporation of warrants to purchase additional common shares of the Corporation;

AND UPON representations being made to the Commission that;

(i) the Corporation is a reporting issuer not in default of any requirement of the Act or the regulation thereunder;

(ii) the Corporation proposes to issue without cost to all its common shareholders, at a record date to be established, warrants (the "Warrants") to purchase additional common shares (the "Additional Common Shares") of the Corporation, with a five year exercise period and and other terms and conditions to be established and to be satisfactory to the Commission; and

(iii) the Corporation has undertaken that such Warrants will be issued in fully registered form and that the Corporation will provide to the registered holders thereof the same continuous disclosure and

other information which it is required to provide to shareholders under the Act and the regulation thereunder;

AND UPON having heard the submissions of counsel for the Corporation, Commission staff and the Director;

AND UPON being satisfied that to so rule would not be prejudicial to the public interest;

IT IS RULED THAT the issue and distribution by the Corporation to all its common shareholders of the Warrants to purchase the Additional Common Shares of the Corporation is not subject to sections 24 and 52 of the Act, provided that:

(a) the Corporation complies with the undertaking set forth in paragraph (iii) above;

(b) the Corporation, is at the date of issue of the Warrants, and continues during the period in which the Warrants, may be exercised, to be a reporting issuer not in default of any requirement of the Act or the regulation thereunder; and

(c) no unusual effort is made to prepare the market for the Additional Common Shares or to create a demand for the Additional Common Shares and no extraordinary commission or consideration is paid in respect of a trade in the Additional Common Shares.

August 31, 1984.

"Peter Dey" "E. S. Miles"

"J. W. Blain"

2.4 MAYBANK FOODS INC.

Headnote

Section 73 - Sales by former employees to current employees of Corporation's shares not subject to sections 24 or 52 of the Act.

IN THE MATTER OF THE SECURITIES ACT,
R. S. O. 1980, CHAPTER 466

AND

IN THE MATTER OF MAYBANK FOODS INC.

RULING
(Section 73)

UPON the application of Maybank Foods Inc. (the "Corporation") to the Ontario Securities Commission (the "Commission") pursuant to section 73 of the Securities Act, R. S. O. 1980, chapter 466, (the "Act") for a ruling that trades in shares of the Corporation by former employees of the Corporation or its wholly-owned subsidiary Sodor Inc. ("Sodor") to current employees of the Corporation or of Sodor are not subject to sections 24 or 52 of the Act;

AND UPON representations being made to the Commission that:

(i) the Corporation is a corporation incorporated under the Canada Business Corporations Act and is not a reporting issuer within the meaning of the Act;

(ii) the corporation has as of the date hereof an aggregate of 1,014,451 shares without nominal or par value (the "shares") outstanding all of which are owned by 414 current and former employees of the Corporation or of its wholly-owned subsidiary Sodor;

(iii) the Corporation has issued the shares referred to in paragraph (ii) above to such employees pursuant to the exemptions contained in sections 34(1) (19), 34(2) (10), 71(1) (n) and 72(1) of the Act;

(iv) no employee of the Corporation or of Sodor owns in excess of 5% of the outstanding shares of the Corporation;

AND WHEREAS the Commission is of the opinion that it is not prejudicial to the public interest to do so;

NOW THEREFORE IT IS RULED pursuant to subsection 73(1) of the Act that the sale of shares of the Corporation by former employees of the Corporation or of Sodor to current employees of the Corporation or of Sodor from time to time, are not subject to sections 24 or 52 of the Act provided that no such former employee shall be entitled to sell and no such current employee shall be entitled to purchase the shares of the Corporation in reliance upon this Ruling where such employee has knowledge of a material fact or a material change in the affairs of the Corporation or Sodor that he knew or ought reasonably to have known had not been generally disclosed to employees of the Corporation or of Sodor.

November 27, 1984.

"Charles Salter" "Frank Iacobucci"

2.5 HANSON MINERAL EXPLORATION LIMITED

IN THE MATTER OF THE SECURITIES ACT,
R.S.O. 1980, CHAPTER 466

AND

IN THE MATTER OF HANSON MINERAL EXPLORATION LIMITED

ORDER
(Section 79(b)(iii) - O.S.C. POLICY 2.6)

UPON the application of HANSON MINERAL EXPLORATION LIMITED (the "Issuer"), a company incorporated under the laws of Ontario to the Ontario Securities Commission (the "Commission") for an order pursuant to section 79(b)(iii) of the Securities Act, R.S.O. 1980, c.466 (the "Act") and Commission Policy 2.6 exempting the Issuer from the requirements of sections 76 and 78 of the Act;

AND UPON the Commission, pursuant to section 6 of the Act, having assigned to me the power to make such an order where a reporting issuer satisfies me that it is dormant or inactive in the sense used in Commission Policy 2.6;

AND UPON being satisfied that to do so would not be prejudical to the public interest and that in the circumstances of this particular case there is adequate justification for so doing;

IT IS ORDERED pursuant to section 79(b)(iii) of the Act that the Issuer be and hereby is exempted from filing with the Commission and sending to holders of its securities interim financial statements;

AND IT IS FURTHER ORDERED that these exemptions shall terminate forthwith after the occurrence of a material change in the Issuer's affairs unless the Issuer satisfies the Commission that such exemptions should continue.

November 23rd, 1984.

"John F. Leybourne"

2.6 INDUSMIN LIMITED

IN THE MATTER OF THE SECURITIES ACT,
R.S.O. 1980, C.466

AND

IN THE MATTER OF INDUSMIN LIMITED

ORDER
(Section 82)

UPON the application of INDUSMIN LIMITED a company incorporated under the laws of Canada, to the Ontario Securities Commission (the "Commission") for an order pursuant to section 82 of the Securities Act, R.S.O. 1980, c.466 (the "Act");

AND UPON it being represented that INDUSMIN LIMITED now has fewer than fifteen security holders whose latest address as shown on its books is in Ontario;

AND UPON the Commission being satisfied that to grant this order would not be prejudicial to the public interest;

IT IS ORDERED pursuant to section 82 of the Act that INDUSMIN LIMITED be and hereby is deemed to have ceased to be a reporting issuer for the purposes of the Act.

November 22nd, 1984.

"Charles Salter" "E.S. Miles"

2.7 UNION GAS LIMITED ET AL

Headnote

Section 73 - First trade in common shares of an issuer acquired pursuant to a Reorganization including a statutory Arrangement is not subject to section 24 and 52 of the Act provided that requirements similar to those set out in subsection 71(5) of the Act are met.

Section 79 - Exemption from providing comparative financial information of an issuer for periods prior to Reorganization where such comparative information would not provide meaningful disclosure.

Section 117 - Exemption from insider reporting requirements for directors and senior officers of corporations which are not "major subsidiaries" as defined in Commission Policy 10.1 - Exemptions from monthly insider reporting with respect to securities acquired pursuant to dividend reinvestment and share purchase plan or stock dividend program or employee share ownership plan provided that reports are filed on a specified, less frequent basis.

IN THE MATTER OF THE SECURITIES ACT,
R. S. O. 1980, CHAPTER 466

AND

IN THE MATTER OF UNION GAS LIMITED
AND
UNION ENTERPRISES LTD.

RULING
(Section 73)

ORDERS
(Section 79)
(Section 117)

UPON the application of Union Gas Limited ("Union Gas") on its own behalf, on behalf of Union Enterprises Ltd. ("Enterprises") and on behalf of their respective shareholders to the Ontario Securities Commission (the "Commission") for a ruling pursuant to section 73 of the Securities Act, R. S. O. 1980, c. 466 (the "Act"), and for orders pursuant to sections 79 and 117 of the Act, in connection with a proposed reorganization (the "Reorganization") involving Union Gas, including a court approved statutory arrangement (the "Arrangement") pursuant to the Business Corporations Act, 1982, S. O. 1982, c. 4 ("BCA"); and

UPON it being represented to the Commission that:

A. Union Gas and Enterprises are corporations under the laws of Ontario;

B. Union Gas is contemplating the Reorganization, including the Arrangement, which would establish Enterprises as a new parent corporation of a group of corporations affiliated with Union Gas;

C. As a result of the Arrangement, Union Gas will be amalgamated to form a corporation, all the common shares of which will be owned by Enterprises;

D. On the effective date of the Arrangement, the holders of common shares of Union Gas (except dissenting shareholders) will automatically become holders of the same number of common shares of Enterprises;

E. Initially the common shares of Enterprises will provide their holders with the same ownership interest in a consolidated group of corporations as is currently provided by the present common shares of Union Gas;

F. In order to become effective, the proposed Arrangement will require the approval of the holders of common shares of Union Gas and Enterprises and the other corporations affected, and the approval of the Supreme Court of Ontario under the BCA and the Lieutenant Governor in Council under the Ontario Energy Board Act;

G. Union Gas is a reporting issuer as defined in the Act and Enterprises, after the Reorganization is completed, will become a reporting issuer as defined in the Act; and

H. After the Reorganization is completed, Union Gas Limited and Union Shield Resources Limited, as they will then be constituted, will be the only major subsidiaries of Enterprises within the meaning of Commission Policy 10.1 (the "Major Subsidiaries"); and

UPON reading the application and the recommendations of Commission Staff; and

UPON being satisfied that in the circumstances of this particular case there is adequate justification for making the following ruling and orders, and to make the following ruling and orders would not be prejudicial to the public interest; and the conditions herein seeming just and expedient;

1. Ruling Pursuant to Section 73

NOW THEREFORE IT IS RULED that notwithstanding subsection 71(5) of the Act, the first trade in common shares of Enterprises acquired by a former holder of common shares of Union Gas as a result of the Reorganization (other than from the holding of any person, company or combination of persons or companies holding a sufficient number of any securities of Enterprises to affect materially the control of Enterprises) is not subject to sections 24 or 52 of the Act provided that:

(a) on the day of such first trade Enterprises is a reporting issuer and, where the seller is a person or company in a special relationship with Enterprises, as defined in section 75 of the Act, the seller has reasonable grounds to believe that Enterprises is not in default of any requirement under the Act or the regulations thereunder;

(b) disclosure is made to the Commission, on or before the third business day following the effective date of the Arrangement, of the Enterprises shares issued by Enterprises to the former shareholders of Union Gas on such effective date as ascertained on the effective date, and further disclosure is made when any additional shares become issuable pursuant to the mechanism in

the Arrangement governing rights of dissent and appraisal; and

(c) no unusual effort is made to prepare the market or to create a demand for the common shares of Enterprises and no extraordinary commission or consideration is paid in respect of the trade.

2. Orders Pursuant to Section 79

NOW THEREFORE IT IS ORDERED that:

(a) in respect of the filing requirements of Enterprises pursuant to clause 76(1)(b) of the Act, Enterprises be permitted to omit filing its comparative financial statements for interim periods ended at any time prior to the effective date of the Arrangement, provided that Enterprises files appropriate comparative financial information of Union Gas;

(b) in respect of the filing requirements of Enterprises pursuant to section 77 of the Act for the end of its current financial year and the end of its financial year following its current financial year, Enterprises be permitted to omit filing its comparative financial statements for financial years ended at any time prior to the effective date of the Arrangement, provided that Enterprises files appropriate comparative financial statements of Union Gas; and

(c) for greater certainty with respect to the delivery requirements of section 78 of the Act, the financial statements delivered by Enterprises pursuant to section 78 shall be those financial statements permitted to be filed by this Order.

3. Orders Pursuant to Section 117

IT IS FURTHER ORDERED pursuant to section 117(2)(a)(ii) of the Act that the directors and senior officers of the subsidiaries and affiliates of Enterprises, excepting those hereinafter specified, be and they hereby are exempted from the requirements of sections 102 and 104 of the Act with respect to Enterprises; and

IT IS FURTHER ORDERED that the exemptions contained in this Order do not apply to those directors and senior officers of subsidiaries and affiliates of Enterprises:

1. who in the ordinary course receive knowledge of material facts or changes with respect to Enterprises prior to general disclosure of such facts or changes;

2. who are or become directors or senior officers of any of the Major Subsidiaries;

3. who are or become insiders of Enterprises by reason of subparagraphs 1(1)(17)(i) or (iii) of the Act; or

4. who the Commission has by further order denied the exemptions contained in this Order; and

IT IS FURTHER ORDERED that the following are conditions of this Order:

A. Enterprises shall maintain a continuous review of the senior officers and directors of its affiliated companies and shall advise the Commission promptly of any of them which become, or cease to be, exempted by this Order;

B. Enterprises shall, upon the request of the Commission or its staff, furnish any information reasonably necessary to determine whether a senior officer or director of any affiliate is or is not exempted by this Order.

IT IS FURTHER ORDERED pursuant to section 117(2)(a)(ii) of the Act that the insiders of Enterprises be and hereby are exempted from the reporting requirements of section 102 of the Act with respect to the acquisition of securities of Enterprises through its Stock Dividend Program and Dividend Reinvestment and Share Purchase Plan provided that:

1. each such insider shall file within 31 days of the end of each financial year of Enterprises a report in the form prescribed by section 102 of the Act disclosing therein any increase not previously reported in the holdings of such insider of securities through the Stock Dividend Program and Dividend Reinvestment and Share Purchase Plan during the twelve-month period ending at the end of each such financial year; and

2. if any insider should dispose of securities acquired through the Stock Dividend Program or Dividend Reinvestment and Share Purchase Plan prior to reporting the acquisition thereof, such insider shall file a report in accordance with section 102 of the Act disclosing therein both the acquisition and disposition of such securities.

IT IS FURTHER ORDERED pursuant to section 117(2)(a)(ii) of the Act that the insiders of Enterprises be and hereby are exempted from the reporting requirements of section 102 of the Act with respect to the acquisition of securities of Enterprises through its Employee Share Ownership Plan provided that:

1. each such insider shall file on or before April 10 and October 10 of each year a report in the form prescribed by section 102 of the Act disclosing therein any increase not previously reported in the holdings of such insider of securities through the Employee Share Ownership Plan during the periods ending March 31 and September 30 preceding such dates; and

2. if any insider should dispose of securities acquired through the Employee Share Ownership Plan prior to reporting the acquisition thereof, such insider shall file a report in accordance with section 102 of the Act disclosing therein both the acquisition and disposition of such securities.

November 22, 1984.

"Charles Salter" "E. S. Miles"

2.8 WESTWATER INDUSTRIES LTD

Headnote

Section 73 - First trade in Series B Warrants and Class A Shares received on the exercise of Series B Warrants not subject to section 52 provided certain conditions set out in OSC Blanket Ruling dated June 20, 1984 are met.

IN THE MATTER OF THE SECURITIES ACT,
R. S. O. 1980, CHAPTER 466

AND

IN THE MATTER OF WESTWATER INDUSTRIES LTD.

RULING
(Section 73)

UPON the application of Westwater Industries Ltd. ("Westwater") to the Ontario Securities Commission (the "Commission") pursuant to section 73 of the Securities Act, R. S. O. 1980, chapter 466 (the "Act") for a ruling that the first trade in its Series B Share Purchase Warrants (the "Series B Warrants") and its Class A Subordinate Voting Shares (the "Class A Shares") received on the exercise of the Series B Warrants are not subject to section 52 of the Act;

AND UPON it being represented that:

1. Westwater is a British Columbia company;

2. Westwater became a reporting issuer in Ontario by filing a prospectus and receiving a final receipt on August 24, 1984;

3. pursuant to the prospectus 220,000 Class A shares and 110,000 Series A share purchase warrants (the "Series A Warrants") were offered to the public in units consisting of one Class A Share and half a Series A Warrant;

4. pursuant to Prospectus Amendment No. 1 dated October 18, 1984 the offering was amended to offer to the public a minimum of 160,000 Class A Shares and 80,000 Series A Warrants and a maximum of 220,000 Class A Shares and 110,000 Series A Warrants.

5. each Series A Warrant entitles the holder to purchase one Class A Share at a price of $4.00 per share prior to June 12, 1985 and to receive at the same time one Series B Warrant. The Series B Warrant entitles the holder to purchase one Class A share at a price of $4.75 per share prior to January 12, 1987;

6. Westwater's Class A Shares and the Series A Warrants are conditionally approved for listing on the Toronto Stock Exchange (the "Exchange") subject to the normal requirements of the Exchange including satisfactory distribution;

7. Westwater will make application to list and post the Series B Warrants for trading on the Exchange as soon as the required public distribution of the Series B Warrants has been achieved;

AND UPON the Commission being satisfied that to grant this ruling would not be prejudicial to the public interest;

NOW THEREFORE IT IS RULED, pursuant to subsection 73(1) of the Act that the first trade in the Series B Warrants received on the exercise of the Series A Warrants and in the Class A Shares received on the exercise of the Series B Warrants are not subject to section 52 of the Act provided that:

(a) the Class A Shares are listed and posted for trading on the Exchange, and the Series A Warrants are listed and posted for trading on the Exchange or have expired at the time of the first trade in the Series B Warrants;

(b) Westwater makes application for the listing of the Series B Warrants on the Exchange forthwith upon the satisfaction of distribution and other requirements of the Exchange;

(c) such first trade is not a distribution as defined in subparagraph 1(1)11(iii) of the Act; and

(d) no unusual effort is made to prepare the market or create a demand for the Series B Warrants or the Class A Shares and no extraordinary commission is paid in respect of such trades.

November 22, 1984.

"Charles Salter" "E. S. Miles"

2.9 METRO/SUSSMAN ASSOCIATES LIMITED PARTNERSHIP 1

Headnote

Section 73 - Acquisition of an additional partnership unit of a non-reporting issuer with a value of $40,000 (U S) is not subject to sections 24 and 52 of the Act provided the first trade is made in accordance with the provisions of subsection 71(4) of the Act.

IN THE MATTER OF THE SECURITIES ACT,
R. S. O. 1980, CHAPTER 466

AND

IN THE MATTER OF METRO/SUSSMAN ASSOCIATES
LIMITED PARTNERSHIP I

RULING
(Section 73)

UPON the application of Metro/Sussman Associates Limited Partnership I (the "Partnership") to the Ontario Securities Commission (the "Commission") pursuant to section 73 of the Securities Act, R. S. O. 1980, c. 466 (the "Act") for a ruling that a proposed trade in a limited partnership unit of the Partnership to Aroco Enterprises Ltd. ("Aroco") is not subject to sections 24 and 52 of the Act;

AND UPON it being represented to the Commission that:

1. the Partnership is a limited partnership formed under the laws of Ontario on March 1, 1984;

2. the Partnership is not a reporting issuer in Ontario;

3. Aroco is a corporation incorporated in the Bahamas on July 15, 1982 under the name Gerkyllco Limited and is at arms length from the Partnership;

4. on July 25, 1984 Aroco purchased three units of the Partnership for an aggregate acquisition cost of $120,000 (U S) pursuant to the exemptions contained in paragraphs 34(1)5 and 71(1) (d) of the Act;

5. the Partnership now proposes to issue and Aroco proposes to purchase one additional unit of the Partnership for an aggregate acquisition cost of $40,000(U S).

AND UPON being satisfied that to do so would not be prejudicial to the public interest;

NOW THEREFORE IT IS RULED pursuant to section 73 of the Act that the trade in one limited partnership unit of the Partnership to Aroco is not subject to sections 24 and 52 of the Act provided that:

(a) the Partnership files a report of the trade within 10 days, prepared and executed in accordance with the regulations; and

(b) the first trade of the Partnership unit is subject to the provisions of subsection 71(4) of the Act as if such subsection were applicable thereto.

November 27, 1984.

"Charles Salter" "Frank Iacobucci"

2.10 RUGGLES & CRYSDALE POOLED FUND

IN THE MATTER OF THE SECURITIES ACT,
R. S. O. 1980, CHAPTER 466

AND

IN THE MATTER OF THE RUGGLES & CRYSDALE POOLED FUND

RULING
(Section 73)

UPON the application of Ruggles & Crysdale, Inc. ("Ruggles & Crysdale") to the Ontario Securities Commission (the "Commission") for a ruling pursuant to section 73 of the Securities Act, R. S. O. 1980, chapter 466 (the "Act") with respect to trades in units ("Units") of a pooled investment fund called the Ruggles & Crysdale Pooled Fund;

AND UPON Ruggles & Crysdale having represented to the Commission that:

(a) Ruggles & Crysdale, Inc., a Canada Business Corportions Act corporation, is registered under the Act as an adviser in the categories of investment counsel and portfolio manager and such registration is in good standing;

(b) Ruggles & Crysdale has formed an investment fund called the Ruggles & Crysdale Pooled Fund (the "Fund") established by the Montreal Trust Company of Canada as Trustee, pursuant to a declaration of trust contained in a pooled trust indenture;

(c) the Fund is a pooled investment fund in which each participant has undivided pro rata interest in the assets and liabilities of the Fund which interest will be evidenced by units of sections of the Fund (the "Units") and will be a mutual fund or funds within the meaning of the Act;

(d) the Units will be redeemable but not transferable; and

(e) the minimum initial investment made for each participant in the Fund will be $100,000 or a lesser amount where an exemption from the prospectus and registration requirements of the Act is available provided that such investment would reasonably grow to a net asset value of $100,000 within a period of three years following the date of initial contribution:

AND UPON reading the application so filed;

AND UPON being satisfied that to do so would not be prejudicial to the public interest;

IT IS RULED pursuant to section 73 of the Act that sections 24 and and 52 of the Act do not apply to any trade by Ruggles & Crysdale of a Unit provided that:

1. Such trade is made to a person or company (the "client") who prior thereto has executed a written agreement:

(a) giving Ruggles & Crysdale discretionary authority with respect to the investment of that part of the client's funds which are managed by Ruggles & Crysdale; and

(b) consenting to the pooling of such client's funds with the funds of other clients through the purchase for the client's account of a Unit or Units;

2. At the time of such trade, Ruggles & Crysdale was registered under the Act as an adviser in the categories of investment counsel and portfolio manager and such registration is in good standing;

3. Monies of the Fund are invested only upon the instructions of one or more of the officers of Ruggles & Crysdale;

4. The securities in which the Fund invests are at all times held in trust by a trust company registered under the Loan and Trust Corporations Act (Ontario);

5. The initial Units acquired for each client have an aggregate acquisition cost of $100,000 or a lesser amount provided that an exemption for the investment of such lesser amount is available under the prospectus and registration requirements of the Act;

6. The units are not advertised for sale; and

7. Each client who holds Units receives an annual statement of the activities of the Fund together with a copy of the audited financial statement of the interests of a client in the Fund.

November 6, 1984.

"A. T. Holland" "E. S. Miles"

2.11 SEABRIGHT RESOURCES INC.

IN THE MATTER OF THE SECURITIES ACT,
R.S.O. 1980, CHAPTER 466

AND

IN THE MATTER OF SEABRIGHT RESOURCES INC.

ORDER
(Section 79(b)(iii))

UPON the application of SEABRIGHT RESOURCES INC. (the "Issuer"), a company incorporated under the laws of Canada, to the Ontario Securities Commission (the "Commission") for an order pursuant to section 79(b)(iii) of the Securities Act, R.S.O. 1980, c.466 (the "Act") and from sending to each holder of its securities pursuant to section 78 of the Act, its interim financial statements for the nine month period ended October 31, 1984;

AND UPON being satisfied that to do so would not be prejudicial to the public interest and that in the circumstances of this particular case there is adequate justification for so doing;

IT IS ORDERED pursuant to the provisions of section 79(b)(iii) of the Act that the Issuer be and is hereby exempted from filing with the Commission and sending to each holder of its securities its interim financial statements for the nine month period ending October 31, 1984 provided that, the Issuer files with the Commission audited financial statements for the year ending January 31, 1985, on or before March 31, 1985.

November 20th, 1984.

"R.J. Kane" "Charles Salter"

CHAPTER 3

REASONS: DECISIONS, ORDERS, RULINGS (NIL)

THERE IS NO MATERIAL FOR THIS CHAPTER

IN THIS ISSUE

CHAPTER 4

CEASE TRADING ORDERS - SECTION 123

4.1 RESCINDING ORDERS

4.1.1 CONTINENTAL RESEARCH & DEVELOPMENT LTD.

CONTINENTAL RESEARCH & DEVELOPMENT LTD.

The cease trading order dated October 19, 1984, and continued November 2, 1984, was rescinded November 27, 1984, the company being now up to date with its filings.

CHAPTER 5

POLICIES

5.1 NATIONAL POLICY NO. 1/CLEARANCE OF NATIONAL ISSUES

NATIONAL POLICY NO. 1.
CLEARANCE OF NATIONAL ISSUES

To facilitate the acceptance of a prospectus, a short form prospectus or an initial annual information form (the "AIF") in more than one province and to provide for uniformity of administration, the securities regulatory authorities have agreed upon the procedure which may be followed by an underwriter or an issuer wishing to clear such documents in more than one province.

1. The procedure for a prospectus or an AIF is as follows:

a) The preliminary prospectus, pro forma prospectus or AIF, together with any supporting materials, shall be filed, as nearly as may be practicable, contemporaneously with the administrator in each of the provinces in which it is proposed to distribute the issue or to become eligible to participate in the Prompt Offering Qualification System (the "POP System"), as the case may be. The preliminary or pro forma prospectuses or the AIFs filed in each jurisdiction shall be identical in form and content, including signatories and dating.

b) The principal jurisdiction will normally be selected by the issuer. The selected province may or may not agree to act in such capacity. The issuer or the issuer's solicitor shall advise each of the provinces in which the preliminary prospectus, pro forma prospectus or AIF is filed of the name of the principal jurisdiction and each of the other provinces in which it is proposed to distribute the issue or to become eligible to participate in the POP System.

c) The principal jurisdiction will review the material and will use its best efforts to issue the first comment letter, telex or telecopy (the "Comment Letter") within ten working days from the date of the receipt for the preliminary prospectus or the date the pro forma prospectus or AIF was received. The first Comment Letter will be transmitted immediately to each of the other filing jurisdictions and to the issuer or the issuer's solicitor. If applicable, the principal jurisdiction will, unless otherwise requested, advise the issuer or issuer's solicitor by telephone that the Comment Letter is available to be picked up.

d) The other jurisdictions will use their best efforts to advise the principal jurisdiction of any additional comments within five working days of receipt of the first Comment Letter. If any such jurisdiction has no comments it will advise the principal jurisdiction that it has no

comments, or if it is not yet in a position to make its comments at the end of the five day period, it will advise the principal jurisdiction as to the date upon which its comments will be available. If the principal jurisdiction has not received a response from a filing jurisdiction within the above-mentioned five-day period, the principal jurisdiction will contact the filing jurisdiction and enquire as to the status of the latter's response.

e) On the basis of the additional comments, the principal jurisdiction will then prepare and forward a second Comment Letter. Subject to the principal jurisdiction's discretion, the second Comment Letter will not usually be sent until all of the other jurisdictions have advised the principal jurisdiction of their comments or that they have no comments. The second Comment Letter will identify the jurisdictions issuing the comments, and will be delivered in the same manner as the first Comment Letter.

f) The issuer or the issuer's solicitor will provide the principal jurisdiction with written responses to the first, second and subsequent Comment Letters as soon as possible. The principal jurisdiction will transmit to the other jurisdictions responses to their comments. Each other jurisdiction will advise the principal jurisdiction whether it is satisfied with the response to its comments and is clear for the filing of final material. If a jurisdiction advises that it is not satisfied and the principal jurisdiction concludes that the comment or comments could be most effectively dealt with by such jurisdiction, the principal jurisdiction shall so advise such jurisdiction and direct the issuer or issuer's solicitor to deal directly with that jurisdiction to resolve the comment or comments. The issuer or issuer's solicitor will advise the principal jurisdiction as to any changes agreed upon and the jurisdiction having issued the comment or comments will advise the principal jurisdiction when it is satisfied with the response and is clear for the filing of final material.

g) Issuers and their representatives are cautioned against dealing directly with jurisdictions other than the principal jurisdiction in an attempt to resolve comments without clearance from the principal jurisdiction, which must be kept aware at all times of such dealings and their resolution.

h) It is strongly recommended that a draft prospectus or draft AIF, blacklined to show agreed-upon changes, be sent to the principal jurisdiction and to any other jurisdiction having substantive comments, several days in advance of filing final material.

i) When the principal jurisdiction is satisfied that all comments have been resolved and has received a signed prospectus or AIF, together with any accompanying material in the acceptable form, such jurisdiction will issue a final receipt or a notice of acceptance for filing for the final prospectus or AIF respectively, as the case may be, and will advise the other jurisdictions immediately that a final receipt or notice has been isued.

j) The signed final material shall be filed, as nearly as may be practicable, contemporaneously in each of the other jurisdictions. The other jurisdictions will issue final receipts or notices after receipt by them of acceptable final material and after receipt of the advice as to the issuance of the final receipt or notice by the principal jurisdiction. Any jurisdiction which receives final material which is for any reason unacceptable will so advise the principal jurisdiction and the principal jurisdiction shall thereupon deal with such matter in the manner provided for in paragraph (f) above.

k) In the event that any Comment Letter or response is too lengthy for convenient transmittal to another jurisdiction by electronic means, the principal jurisdiction may, in the case of a Comment Letter, forward it by mail or courier and, in the case of a response, request that the issuer or the issuer's solicitor forward such response to the other jurisdiction(s). Enclosures requested by a particular jurisdiction should always be sent directly by the issuer or the issuer's solicitor to such jurisdiction.

l) A jurisdiction will not act as principal jurisdiction if it does not wish to participate actively in the process contemplated by the Policy and the principal jurisdiction will assume that any such jurisdiction will not have comments unless such comments are received by the principal jurisdiction within the five day time limit set forth in paragraph (d) above. As of the date of publication of this Policy, the securities regulatory authorities of New Brunswick, Nova Scotia, Prince Edward Island, Newfoundland, Yukon and the Northwest Territories have indicated that they wish to be included in the process contemplated by this National Policy but will not participate actively in the process and accordingly will not normally respond to the principal jurisdiction. As of the date of publication of this Policy, the securities regulatory authorities of British Columbia, Yukon, the Northwest Territories, Alberta, Saskatchewan, Manitoba, Ontario and Quebec have adopted compatible policies introducing the POP System.

m) The procedure adopted by this Policy is for the convenience of the investment community. It involves no surrender of jurisdiction by any regulatory authority. Each of the administrators will retain in its entirety the statutory discretion vested in such administrator to review, accept or reject a particular prospectus or AIF, subject to the terms and conditions which are normal to that jurisdiction.

2. The above-described procedures for clearing a prospectus or AIF in more than one province apply mutatis mutandis to the clearance of a short form prospectus in more than one province subject to the following timing and related procedural modifications:

a) The principal jurisdiction will provide by telex or telecopy any comments on the contents of the preliminary short form prospectus (but excluding any comments on the material incorporated in the preliminary short form prospectus by reference) to the other jurisdictions involved, as well as to the reporting issuer or selling security holder making the filing, within three working days following the filing of the preliminary short form prospectus with the principal jurisdiction.

b) Within two working days from the day of receipt of the comments, if any, from the principal jurisdiction, the other jurisdiction will furnish the principal jurisdiction by telex or telecopy with any additional comments they may have on the contents of the preliminary short form prospectus. In the event that the principal jurisdiction receives no comments from any other jurisdiction within such additional two working day period, it will be assumed that such jurisdiction will accept the filing of the short form prospectus in final form.

c) Notwithstanding the foregoing, where, in the opinion of the principal jurisdiction, the proposed offering is too complex to be reviewed adequately within the time periods prescribed herein for a short form prospectus, the time periods applicable to prospectuses and AIFs under this National Policy shall apply and the principal jurisdiction shall so notify the other jurisdictions.

d) For the procedures in respect of annual information forms other than initial annual information forms, reference should be made to the POP System policy of the applicable jurisdiction.

5.2 DRAFT OSC POLICY STATEMENT 5.9

The following insert is the text of Draft OSC Policy Statement 5.9 - Escrow Guidelines - Industrial Issuers.

DRAFT O.S.C. POLICY STATEMENT 5.9 -

ESCROW GUIDELINES - INDUSTRIAL ISSUERS

I. INTRODUCTION

Paragraph (f) of subsection 2 of section 60 of the Securities Act (the "Act") provides that the Director shall not issue a receipt for a prospectus if it appears to him that such escrow or pooling agreement as the Director considers necessary or advisable with respect to securities has not been entered into. The purpose of this Policy Statement is to set out circumstances in which the Director will consider an escrow of securities of an industrial company to be necessary or advisable, along with general guidelines which, once an escrow agreement has been executed, will govern the release and transfer of the escrowed securities. This Policy Statement applies to any issuer who files a prospectus in accordance with Form 12 of the regulations to the Act as an industrial company.

II. DEFINITIONS

1. In this Policy Statement, words defined in the Act have the meaning ascribed to them therein, except as noted below, and:

(a) "Consideration" means cash and/or the fair market value, as determined by the Director, at the time of acquisition of such tangible assets as are acceptable to the Director that a Related Security Holder has transferred to the issuer;

(b) "Escrowed Securities" means those securities that are subject to the escrow agreement referred to in section IX at the time of its execution;

(c) "Equity Security" means a common share or any share of any class or series of the issuer which by its terms confers on the holder thereof the right to participate in the distribution of assets upon voluntary or involuntary liquidation, dissolution or winding-up of the issuer beyond a fixed sum or a fixed sum plus accrued dividends;

(d) "Final Receipt Date" means the date on which the Director issues a receipt for the Prospectus;

(e) "Legal for Life Securities" means securities that have been conditionally approved for listing by a Canadian stock exchange and in respect of which the Prospectus states that named legal counsel are of the opinion that the securities are eligible investments without resorting to the so-called "basket provisions" but

subject to general investment provisions for insurance companies licenced under the Insurance Act;

(f) "Net Proceeds Per Security" means the Offering Price minus the amount on a per security basis of the underwriter's or sales agent's commission;

(g) "Net Tangible Asset Per Equity Security" means the total net tangible assets of the issuer based on the latest audited financial statements adjusted to reflect the exercise of all currently exercisable rights to purchase, convert or exchange, minus the paid-up capital attributable to all securities ranking senior to the Equity Securities, divided by the number of Equity Securities outstanding immediately prior to the closing of the distribution under the Prospectus;

(h) "Offering Price" means the price at which the securities offered by the Prospectus may be purchased by the public;

(i) "Preliminary Receipt Date" means the date upon which the preliminary receipt is granted which relates to the Prospectus;

(j) "Prospectus" means, where the execution of an escrow agreement is a condition of the granting of a receipt for a prospectus, that prospectus;

(k) "Related Security Holder" means:

i. a promoter of the issuer,

ii. an officer of the issuer, or

iii. any person or company who holds beneficially, directly or indirectly, more than 10% of any class of Equity Securities of the issuer.

2. A person or company who has a right under a contract, whether written or oral and whether express or implied, in equity or otherwise, either immediately or in the future and either absolutely or contingently, to, or to acquire or dispose of, Equity Securities of a corporation, or to control the voting rights attaching to Equity Securities of a corporation (except any such right that provides that the right is not exercisable until the death of an individual designated therein) shall be deemed to have the same position in relation to the Equity Securities of the corporation as if he owned the Equity Securities.

III. APPLICABILITY OF ESCROW REQUIREMENTS

A. Securities and Security Holders

Subject to subsection III.B, only Equity Securities, the beneficial ownership of which is held by a Related Security Holder, need generally be the subject of an escrow agreement. Securities other than Equity Securities and securities held by persons or companies who are not Related Security Holders will generally be exempt from all escrow requirements.

B. Pledgees

If at the time of the filing of a Prospectus any Related Security Holder has pledged all or any part of his Equity Securities, the pledgee will be subject to the same requirements as would have been applicable to the Related Security Holder had the securities not been pledged. Reference is made to subsection VIII.C regarding the ease of transfer of pledged Equity Securities.

C. Issuers

1. Generally, an escrow agreement will be required only when an issuer files its first prospectus in Ontario. However, the Director has the discretion to require

that an escrow agreement be entered into even though the issuer has previously filed a prospectus in Ontario if an escrow agreement conferring authority upon the Commission has not been previously executed or the existing agreement is considered inappropriate by the Director.

2. When a prospectus is filed by an amalgamated issuer, it will generally be regarded as the first prospectus filed by the issuer unless a prospectus has been previously filed by each issuer which has amalgamated to form the issuer. However, there may be situations where only one of the amalgamating issuers has filed a prospectus but where that issuer's operations have contributed the bulk of the net assets of, generate a high percentage of the net income of and effectively constitute the essence of the operations of the amalgamated issuer so that it is appropriate that the amalgamated issuer be regarded as having previously filed a prospectus.

D. Exemption for Issuers Subject to TSE Escrow

The Director will not consider an escrow agreement conferring authority upon the Commission to be necessary if the issuer has entered into an escrow agreement conferring authority upon The Toronto Stock Exchange pursuant to The Toronto Stock Exchange Founder Stock Policy Statement.

E. Exemption for Issuers With Certain Net Earnings

Where the issuer's prospectus qualifies Equity Securities of the same class as those held by the Related Security Holders and the net earnings per Equity Security of such class of the issuer as shown on its audited financial statements for the five financial years preceding the filing of the prospectus represent in total 50 per cent of the Offering Price, an escrow agreement will not be required. The calculation of net earnings per Equity Security must be made on a fully diluted basis, taking into consideration all Equity Securities issued or proposed to be issued immediately prior to the closing of the distribution made under the prospectus. Only earnings related to the same class of Equity Securities as those offered under the prospectus may be taken into account. Net earnings means net earnings excluding extraordinary items calculated after income tax and after all dividends.

IV. NUMBER OF ESCROWED SECURITIES

The number of Equity Securities of the issuer to be escrowed shall be the aggregate number of Equity Securities held by all Related Security Holders minus the number which may be deducted under subsections IV.A and B of this Policy Statement.

A. Securities Represented by Net Tangible Assets

In calculating the number of Equity Securities to be escrowed by Related Security Holders, there may be deducted that number obtained by multiplying the number of Equity Securities owned beneficially by a Related Security Holder by the Net Tangible Assets Per Equity Security and dividing that number by the Offering Price.

B. Securities for Which Consideration Is Sufficient

In addition to any deduction permitted under subsection IV.A, in calculating the number of Equity Securities to be escrowed, the following may be deducted:

1. all Equity Securities which were acquired by a Related Security Holder more than one year prior to the Preliminary Receipt Date for Consideration equal to at least 60% of the Offering Price;

2. all Equity Securities which were acquired by a Related Security Holder more than two years prior to the Preliminary Receipt Date for Consideration equal to at least 45% of the Offering Price;

3. all Equity Securities which were acquired by a Related Security Holder more than three years prior to the Preliminary Receipt Date for Consideration equal to at least 25% of the Offering Price;

provided that only one of paragraphs 1, 2 or 3 of this subsection IV.B may be relied upon to deduct any specific Equity Securities.

V. INFORMATION TO BE FILED

In order to determine the terms of the escrow agreement, the Corporate Finance staff of the Commission will request, when appropriate, the following information with respect to a particular issuer:

1. the names and addresses of all persons or companies who own beneficially, directly or indirectly, Equity Securities of the issuer and of the associates or affiliates of any such persons or companies;

2. the number of securities of any class of the issuer held by the persons or companies referred to in paragraph 1 above;

3. the date of acquisition of all securities referred to in paragraph 2 above;

4. the purchase price or consideration allocated upon the acquisition of all securities referred to in paragraph 2 above.

VI. CANCELLATION OF PREVIOUSLY ISSUED SECURITIES

Except with the consent of the Director, which will be granted only in unusual circumstances, the number of Equity Securities which are subject to the escrow agreement may not exceed 70% of the number of Equity Securities of that class outstanding after the completion of the distribution to which the Prospectus relates. In any situation where such a result would occur, the Director will consider it that it appears to him that it is not in the public interest to issue a receipt for the Prospectus unless a sufficient number of Equity Securities are donated back to the issuer for cancellation so that the number of Equity Securities which are subject to the escrow agreement does not exceed 70%.

VII. RELEASES

A. Legal for Life Securities

If the Escrowed Securities are Legal for Life Securities and if the issuer intends to use the proceeds of the offering to which the Prospectus relates to carry on the same type of business as it has been engaged in for a

period of three years prior to the Preliminary Receipt Date then the Escrowed Securities will be released as follows:

1. immediately after nine months after the Final Receipt Date, 10% of the Escrowed Securities;

2. immediately after the first and second anniversaries of the Final Receipt Date, 45% of the Escrowed Securities.

B. Thirty Per Cent or Less Escrowed Securities

Where the number of Escrowed Securities represents not more than 30% of the number of Equity Securities of the issuer which are issued and outstanding immediately after the completion of the distribution under the Prospectus, the Escrowed Securities will be released as follows:

1. immediately after nine months after the Final Receipt Date, 10% of the Escrowed Securities;

2. immediately after the first, second and third anniversaries of the Final Receipt Date, 30% of the Escrowed Securities.

C. More Than Thirty Per Cent Escrowed Securities

When the number of Escrowed Securities represents more than 30% of the number of Equity Securities of the issuer which are issued and outstanding immediately after the completion of the distribution under the Prospectus, the Escrowed Securities will be released as follows:

1. immediately after nine months after the Final Receipt Date, 10% of the Escrowed Securities;

2. immediately after the first, second and third anniversaries of the Final Receipt Date, 20% of the Escrowed Securities;

3. immediately after the fourth anniversary of the Final Receipt Date, 30% of the Escrowed Securities.

D. Releases on Death

In addition to the releases provided in subsections VIII.A, B and C, upon the death of any Related Security Holder who is an individual, Escrowed Securities may be released so that one-third of the Escrowed Securities of the Related Security Holder have been released after the date of death, two-thirds of the Escrowed Securities of the Related Security Holder have been released after the first

anniversary of the date of death and all of the Escrowed Securities of the Related Security Holder have been released after the second anniversary of the date of death, provided that prior to any release pursuant to this provision the Director has been informed by notice in writing of the date of death of the Related Security Holder.

E. Discretionary Releases

In addition, in exceptional cases, securities may be released from escrow with the written consent of the Director, which may be requested by letter signed by the issuer and affected Related Security Holder setting out the unusual circumstances which lead these parties to believe that a release of all or part of the Escrowed Securities is appropriate, together with a copy of the escrow agreement.

F. Pro Rata Releases

All releases shall be made pro rata among the Related Security Holders unless the Related Security Holders or those affected Related Security Holders agree otherwise and the Director consents in writing to an other than pro rata release of Escrowed Securities.

G. Delegation

The Commission delegates its authority to consent to the release from escrow of securities, whether prior or subsequent to the coming into force of this Policy Statement, to the Director.

H. Failed Distributions

If the offering of securities to which the Prospectus relates is not completed because the underwriter does not purchase the securities or the minimum number of securities which must be sold is not sold and if the issuer has become a reporting issuer as a result of the filing of the Prospectus and the issuance of a receipt therefor, the escrow shall remain in full force and effect until after the Commission orders that the issuer shall be deemed to have ceased to be a reporting issuer. An issuer who obtains such an order from the Commission may file a copy of such order together with a copy of the escrow agreement and a written request for the release from escrow of all Escrowed Securities with the Director, who shall, after receipt of this material, consent to the release from escrow of all the Escrowed Securities.

I. Regulators Act Individually

If the escrow agreement also confers authority upon other regulators, a release by the Commission of the Escrowed Securities will not necessarily result in the release from escrow of such securities. The consent of each regulator named in the escrow agreement must be individually requested and obtained.

J. Transitional Provisions

1. Where an escrow agreement conferring authority upon the Commission but not upon The Toronto Stock Exchange has been entered into on or before January 1, 1985 by an issuer which is an industrial company, the issuer may apply to the Director for discretionary releases of the Escrowed Securities, and the Director shall, in exercising his discretion, be governed by the provisions of section VII so that the issuer and Related Security Holders are placed in the same position as if this Policy Statement had been in force at the time the escrow agreement was executed.

2. Where an escrow agreement conferring authority upon the Commission and upon The Toronto Stock Exchange has been entered into on or before January 1, 1985 by an issuer which is an industrial company, the issuer may

apply to the Director for a discretionary release of all the Escrowed Securities, and the Director shall release all of the securities from the Commission's escrow so that the securities remain subject to the terms of escrow imposed under The Toronto Stock Exchange Founder Stock Policy Statement.

VIII. TRANSFERS

A. Transfer Only With Consent

Unless an escrow agreement which has been accepted by the Director otherwise provides, subject to section VII, Escrowed Securities may not be sold, assigned, pledged, hypothecated, alienated, transferred within escrow or in any other manner dealt with, without the written consent of the Director being first obtained or except as may be required by reason of the death or bankruptcy of any Related Security Holder, in which case the Escrowed Securities shall be held subject to the escrow agreement for the person or corporation which shall be legally entitled to be or to become the registered owner thereof.

B. Delegation

The Commission delegates its authority to consent to the transfer within escrow of securities, whether prior or subsequent to the coming into force of this Policy Statement, to the Director.

C. Pledges

1. Escrowed Securities may only be pledged subject to the terms of the escrow agreement.

2. A pledgee having realized upon his security and obtained the Escrowed Securities shall hold them subject to the terms of the escrow agreement.

3. Except under unusual circumstances, the Director will consent to the transfer within escrow by a pledgee of Escrowed Securities.

D. Requests

Where consent to transfer within escrow of Escrowed Securities is required, the request for such consent shall be made in writing by letter signed by the issuer and the affected Related Security Holder addressed to the Director and shall be accompanied by a copy of the escrow

agreement. However, where the issuer refuses to sign the request letter, the letter may, in lieu of the signature of the issuer, contain an explanation as to why the issuer has refused to agree to the request for transfer within escrow.

E. Consent Only Relates to Escrow

1. In some cases requests will be made to transfer within escrow securities, the transfer of which will be a distribution as defined in the Act because of the applicability of subsections (4), (5), (6) or (7) of section 71 or of provisions of the regulations to the Act. It is the responsibility of the Related Security Holder to ensure that the requirements of sections 24 and 52 of the Act are complied with upon the transfer of securities within escrow. The consent of the Director to the transfer within escrow of Escrowed Securities does not in any way affect this responsibility.

2. When the Related Security Holder requesting the transfer within escrow of securities is an insider of the issuer, he is obligated, if the transfer is approved and effected, to file an insider report disclosing such transfer in accordance with the provisions of Part XX of the Act. Neither the request to the Director of consent to the transfer within escrow

of Escrowed Securities or the granting of such consent in any way affects the obligations of a Related Security Holder to comply with the requirements of Part XX of the Act.

IX. FORM OF THE AGREEMENT

A. Written Agreement

Whenever an escrow is required of securities, the issuer and each Related Security Holder whose securities are to be escrowed shall enter into a written escrow agreement which shall provide that the securities which are the subject of the escrow are to be held by a trust company registered under the Loan and Trust Corporations Act which is independent of the issuer and all Related Security Holders.

B. Filing Copies

One fully executed or notarial copy and two additional copies of the escrow agreement shall be filed with the Commission prior to the issuance of the final receipt for the Prospectus.

C. Form

The escrow agreement may be prepared in accordance with Form 17 of the regulations to the Act or may be prepared in another form which incorporates the provisions of this Policy Statement and is acceptable to the Director. The issuance by the Director of a final receipt for the Prospectus shall constitute evidence of his acceptance of the form of the escrow agreement. If the escrow agreement is prepared in accordance with Form 17 of the regulations to the Act, the Director will, when exercising his discretion thereunder, be guided by the provisions of this Policy Statement.

CHAPTER 6

REQUESTS FOR COMMENTS

6.1 REQUEST FOR COMMENTS

REQUEST FOR COMMENTS

The Commission invites comments on Draft OSC Policy Statement 5.9 - Escrow Guidelines - Industrial Issuerrs which is published in the Policies section of this bulletin. Comments should be submitted in writing on or before December 28, 1984 to:

The Secretary,
Ontario Securities Commission,
Suite 1800, Box 55
20 Queen Street West,
Toronto, Ontario,
M5H 3S8

CHAPTER 7

INSIDER TRADING REPORTS

EXPLANATORY NOTES

Information contained in this section has been summarized from insider reports filed with the Commission.

The name of the issuer is followed by a brief description of the class of security, the name of the person or company reporting and his or its relationship to the issuer. If a person has an indirect interest in the securities reported, e.g.,through holding companies, affiliate companies, partnerships, trusts or other entities, this is shown. Symbols are used in the column "Transaction and Ownership Symbol" to indicate the nature of ownership i.e., direct or indirect. Similarly, the character of transactions is indicated provided the transactions are other than a purchase or sale. (See guide to symbols below):

GUIDE TO SYMBOLS

RELATIONSHIP (appearing after the name reported)

"B"	- Beneficial Owner (direct or indirect)of equity shares of a reporting issuer carrying more than 10% of the voting rights attached to all equity shares of the reporting issuer outstanding.
"D"	- Director of principal reporting issuer.
"DI"	- Director of an issuer or a reporting issuer which is an insider or subsidiary of the principal reporting issuer.
"K"	- Exercises control or direction (direct or indirect) of equity shares of a reporting issuer carrying more than 10% of the voting rights attached to all equity shares of the reporting issuer.
"S"	- Senior Officer of principal reporting issuer.
"SI"	- Senior Officer of an issuer or a reporting issuer which is an insider or subsidiary of the principal reporting issuer.

NATURE OF OWNERSHIP

No Symbol - Securities are beneficially owned directly.

Symbol #1 - The reporting person or company beneficially owns and/or has control or direction over securities which are held by a company, associate, partnership, trust or other entity.

CHARACTER OF TRANSACTION

No Symbol- purchase or sale
"A" - bequest or inheritance
"C" - compensation
"E" - exchange or conversion
"F" - exercise of rights, etc.
"G" - gift
"IR" - initial report
"M" - internal
"Q" - qualifying shares
"R" - redeemed (called, matured)
"T" - stock dividend
"V" - stock split
"X" - exercise of option
"Z" - distribution

*Returned for reconciliation purposes.

REPORTING ISSUER	INSIDER	SECURITY	REL'N	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
AGF MANAGEMENT LIMITED	Keyser, Walter A.	Class B Pfd.	D					
	RRSP			Nov/84	1	1000		3000
AMCA INTERNATIONAL LIMITED	Chamberlain, Ross E.	Common	S	Oct/84			20000	30000
	Indirect Holding			--	1			8000
	Roland, Frank H.		S	Oct/84	X	10000		10000
ABERFORD RESOURCES LTD	Findlay, Randall J.	Common	S	--				11250
	Savings Plan			1984	1	34		209
	Gammell, Hugh G.		DS	--				10100
	Savings Plan			1984	1	76		416
	Howard, John A.		DS	--				62753
	Savings Plan			1984	1	191		1399
	Jubenvill, John H.		S	--				19962
	Savings Plan			1984	1	64		
				1984	1	30		215
	Surridge, Allan K.		S	--				3424
	Savings Plan			1984	1	103		701
ACCORD RESOURCES INC.	Parres, James R. B.	Common	D	Aug/84		50000		50000
ACKLANDS LIMITED	Starr, Nathan	Common	S	Oct/84			25000	354012
ALCAN ALUMINUM LIMITED	Bruneau, Arthur A.	Common	S	Nov/84	X	1075		4753
ALTEX RESOURCES LTD	Disturnal, Richard C.	Common	DB					
	Indirect Holdings			Nov/84	1		4800	970257
AMTELECOM INC.	588939 Ontario Limited	Common	B	--	IR			28995
	Barnard, Roy B.		S	Oct/84		130		580
	Benner, Thomas K.		D	--	IR			2726
	Berko, Walter		S	Oct/84		82		200
	Bradfield, Ronald T.		D	--	IR			250
	Cowan, I. Benson		D	Oct/84		1000		2845
	Howey, Robert G.		D	--	IR			550
	Monteith, Donald J.		D	Oct/84		150		1200

REPORTING ISSUER	INSIDER	SECURITY	REL'N	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
AMTELECOM INC. (Continued)	Pattinson, Hulme H.	Common	S	Oct/84			23795	1000
	Toth, Louis		D	--	IR			950
ANGLO UNITED DEVELOPMENT CORPORATION LIMITED	Lowe, Alan R. B.	Common	D					
	Amended			Nov/84	1		700	---
	Loco Limited							
ARGYLL ENERGY CORPORATION	Jones, Derek S.	Common B	D	Jun/84		75000		75000
ASAMERA INC.	McCamus, Frank W.	Common	S	Nov/84	X	28500		28503
ATLANTIC RICHFIELD COMPANY	Benson Jr., Edward M.	Common	DS	--				11866
	Accumulation Plan			Jun/84	1	77		116
	Savings Plan			--	1			2500
	Bond, Hiram E.		S	--				8937
	Accumulation Plan			Jun/84	1	46		69
	Savings Plan			--	1			749
	Cook, Lodwrick M.		DS					
	Accumulation Plan			Jun/84	1	74		111
	Cox, Ralph F.		DS	--				1760
	Accumulation Plan			1983-84	1	77		115
	Savings Plan			--	1			168
	Edwards, Howard L.		S	--				383
	Accumulation Plan			1983-84	1	93		280
	Savings Plan			--	1			1482
	Fischbach, William M.		S	--				600
	Accumulation Plan			1983-84	1	32		47
	Savings Plan			1983-84	1	21		966
	Goldsmith, Claude O.		S	--				2780
	Accumulation Plan			1983-84	1	48		72
	Savings Plan			--	1			44
	Magee, William H.		S	--				447
	Accumulation Plan			1983-84	1	110		164
	Marcussen, William M.		S					
	Accumulation Plan			Jun/84	1	39		59
	McCormack, Francis X.		S					
	Accumulation Plan			Jun/84	1	62		92

REPORTING ISSUER	INSIDER	SECURITY	REL'N	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
ATLANTIC RICHFIELD COMPANY (Continued)	McCormack, Francis X.	Common	S					
	Savings Plan			--	1			2046
	Middleton, James A.		S	--				665
	Accumulation Plan			1983-84	1	45		67
	Savings Plan			--	1			1050
	Mut, Stuart C.		S	--				14124
	Accumulation Plan			Jun/84	1	39		59
	Norgaard, Paul B.		S	--				299
	Accumulation Plan			Jun/84	1	455		685
	Savings Plan			--	1			3133
	Ravesies, Paul		S	--				12268
	Accumulation Plan			Jun/84	1	51		76
	Savings Plan			Jun/84	1	161		3401
	Rood, Rodney W.		S	--				540
	Accumulation Plan			1983-84	1	32		48
	Savings Plan			--	1			1220
	Simmons, John W.			--				10880
	Accumulation Plan			1983-84	1	4		37
	Savings Plan			--	1			3052
	Wife			--	1			920
	Simpson, Oliver G.		S	--				4580
	Accumulation Plan			Jun/84	1	51		76
	Savings Plan			Jun/84	1	396		6252
	Van Horne, Ralph R.		S	--				8988
	Accumulation Plan			Jun/84	1	57		85
	Savings Plan			Jun/84	1	8		6647
AUTOCROWN CORPORATION LIMITED	Haywood, Barry K.	Common	D	Nov/84			20000	17212
AUSNORAM HOLDINGS LIMITED	Howard, Charles J.	Common	D	Oct/84			4000	1000
B.C. SUGAR REFINERY LIMITED	Cherniavsky, Peter A.	Common	S	Oct/84	A	10200		34850
BAKERTALC INC.	O'Brien, Q. P.	Common	D	Sep/84		20000		
				Nov/84		9500		34500
BANK OF MONTREAL	Hill, William H.	Common	S					
	RRSP			1984	1	163		913
	Bahamont & Co.			Oct/84	1		1200	1000
	Jarry, Gilles		S	Oct/84			200	

REPORTING ISSUER	INSIDER	SECURITY	REL'N	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
BANK OF MONTREAL (Continued)	Jarry, Gilles	Common	S	1984		52		
				Aug/84	T	37		2236
	Muszynski, Edward J.		S	--	IR			948
BANK OF NOVA SCOTIA, THE	Gerad, Rudolf P.	Common	S	Oct/84	T	2		55
	In Trust			Oct/84	T 1	3		48
	Wolfe, Ray D.	Capital	D	Oct/84	T	605		43338
BELL CANADA ENTERPRISES INC.	Rolland, Lucien G.	Common	D	Nov/84	T	212		1319
	Trustee			--	1			600
	St-Onge, Claude		SI	Nov/84	T	519		867
	RRSP			--	1			894
	Stansby, Anthony G.		SI					
	Stock Purchase Plan			Oct/84	T 1	39		880
BITECH ENERGY RESOURCES LIMITED	Kochberg, Harold	Common	DS	--				27600
	In Trust for Children			Nov/84	1		17000	7000
	Wife			--	1			11000
	Daughter			--	1			3000
BLUESKY OIL & GAS LTD.	Hebben, Klaus	Common	DB	Oct/84		10000		
				Nov/84		1600		2875768
		Preference		Oct/84	R		7000	---
BOREALIS EXPLORATION LIMITED	Cox, Rodney T.	Common	S	Oct/84			2000	82138
BRAMALEA LIMITED	Still, Harold R.	Common	SI	Sep/84	X	2000		6000
	Amended							
	Still, Harold R.	Option	SI					
	Amended							
	Stock Option Plan			Sep/84	1		2000	14000
BREAKWATER RESOURCES LTD.	Peter, Dieter	Common	DB	--				90200
	Merfin Management Limited			Oct/84	1		32000	747002
BRITISH AMERICAN BANK NOTE INC.	Bell Canada Enterprises Inc.	Common	B	Nov/84		24306		2612220
BRITISH COLUMBIA FOREST PRODUCTS LIMITED	Howard, John W.	Common	S	Nov/84		1		102

REPORTING ISSUER	INSIDER	SECURITY	REL'N	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
BRITISH COLUMBIA FOREST PRODUCTS LIMITED (Continued)	Pitfield, Ward C	Common	D	Nov/84		13		1013
CB PAK INC.	Grundy, Norman A.	Common	SI	Oct/84			2000	---
CCL INDUSTRIES INC.	Simpson, Peter C.	Class B	S	Oct/84			1500	1500
	Indirect Holdings			--	1			2334
	Wood, James H.		S	Oct/84			200	300
CABRE EXPLORATION LTD	Kay, Peggy L.	Common		Oct/84			1000	25025
	Indirect Holding			--	1			2500
CAMBRIDGE SHOPPING CENTRES LIMITED	Braithwaite, J. Lorne	Option	S	Nov/84		75000		75000
	Evans, Arhtur A.	Common	S	Nov/84		5500		11203
	Spouse			--	1			1000
	Hagan, Jon H.		S	Nov/84		10000		24085
	Spouse			--	1			502
	Family Trust			--	1			1250
	Meiers, Ronald L.		S	Nov/84		9500		31462
	Family Trust			--	1			1270
		Warrants		Jul/84	1	2000		2635
	Pandachuck, Norman W.	Common	S	Nov/84		4000		4563
	Priddle, Donald F.	Option	S	Nov/84		75000		75000
	Rank, Lawrence A.	Common	S	Nov/84		9500		30983
	Raynor, Stephen K.		S	Nov/84		10000		26348
	Stanyk, Edward J.		S	Nov/84		5000		11807
	Tinmouth, William W.		S	Nov/84		9500		32533
	Spouse			--	1			100
CAMCO INC.	Abel, David F.	Common	SI	Nov/84			500	---
CAMPBELL RESOURCES INC	Strasser, J. Gordon	Common	S	Nov/84			500	3625

REPORTING ISSUER	INSIDER	SECURITY	REL'N	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
CANADA SYSTEMS GROUP LIMITED	T. Eaton Company Limited, The	Common	B					
	Canada Systems Group Holdings Limited			--	IR1			1500
		Preferred		--	IR1			750
CANADIAN COMMERCIAL BANK	Ormsby, Anthony J.	Securities	D	--	IR			---
CANADIAN IMPERIAL BANK OF COMMERCE	Bassett, Douglas G.	Common	D	Oct/84	T	515		25844
	Harrison, Russell E.		DS	Oct/84	T	661		33248
	Hole, Harry		D	1984	T	315		4197
	Indirect Holdings			1984	T 1	152		2902
CANADIAN UTILITIES LIMITED	Frey, Jacob R. Amended	Class A	S	Oct/84			650	---
		Class B		Oct/84			450	200
CANADIAN PACIFIC ENTERPRISES LIMITED	Ames, John C.	Common	SI	Oct/84	T	48		5553
CENTRAL TRUST COMPANY	Eddy, Glendon F.	Common	D	Oct/84		250		3525
CHANCELLOR ENERGY RESOURCES INC.	Carlyon, Ronald	Common	S					
	Palouse Holdings Ltd.			--	IR1			25000
CINEPLEX CORPORATION	Kolber, Ernest L. Amended	Common	DISI	Oct/84		56250		156250
		Conv. Pref.		Oct/84		40000		102500
	Wife			--	1			80000
CIRCO CRAFT CO. INC.	Butt, Shafique	Common	S					
	Stock Plan			Oct/84	1	30400		30400
	Cervini, Renato		SB					
	Stock Plan			Oct/84	1	6210		6210
	Cernato Holdings Inc.			Oct/84	1	30000		30000
	Constantin, Louis-Philippe		S					
	Stock Plan			Oct/84	1	648		648
	Currie, Norman T.		S					
	Purchase Plan			Oct/84	1	3000		3000

REPORTING ISSUER	INSIDER	SECURITY	REL'N	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
CIRCO CRAFT CO. INC. (Continued)	Fontaine, Jean-Guy	Common	S					
	Stock Plan			Oct/84	1	2510		2510
	Hanson, Derek A.		S					
	Stock Plan			Oct/84	1	600		600
	Kyle, Peter D.		S					
	Purchase Plan			Oct/84	1	1330		1330
	Mink, Lorenz		S					
	Stock Plan			Oct/84	1	2455		2455
	Muhlegg, Hans -K.		SB					
	Stock Plan			Oct/84	1	5360		5360
	Cerico Investments Inc.			Oct/84	1		727300	9272700
	Nicanco Holdings Inc.			Oct/84	1	76690		76690
	Scherenzel, Rudy		S					
	Stock Plan			Oct/84	1	1630		1630
COLECO INDUSTRIES, INC	Karam, Lawrence J.	Common	S	Oct/84			1200	6000
	Yoseloff, Mark L.		S	Oct/84			3800	40000
COLONIAL OIL & GAS LIMITED	Van Drimmelen, Peter C.	Common	D					
	RRSP			Oct/84	1	2500		6500
COLUMBIA GAS SYSTEM INC., THE	Clute Jr., Warren W.	Common	D	Aug/84		500		2395
COMMERCIAL FINANCIAL CORPORATION LIMITED	Petersen, Niels F.	Common	DISI	Oct/84		420		18635
CONTINENTAL GROUP INC., THE	Belser, Jess L.	Common	S	Nov/84	E		40486	
				Nov/84	G		43	---
	Trustee			Nov/84	E 1		784	---
	Dawson, Robert C.		S	Nov/84	E		5625	---
	Donahue, Donald J.		DS	Nov/84	E		84841	---
	In Trust			Nov/84	E 1		1500	---
	Hisey, Robert W.		S	Nov/84	E		996	---
	Landon Jr., George K.		S	Nov/84	E		742	---
	Oatway, Francis C.		S	Nov/84	E		15910	---
	Children			Nov/84	E 1		60	---
	Sheehan, Jeremiah J.		S	Nov/84	E		7655	---

REPORTING ISSUER	INSIDER	SECURITY	REL'N	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
CONTINENTAL GROUP INC., THE (Continued)	Sisley, G. William	Common	S	Nov/84	E		4500	---
	Minor Child			Nov/84	E 1		105	---
	Sloan, Albert R.		S	Nov/84	E		3350	---
CONTROL DATA CORPORATION	Stutzman, Leroy F.	Common	D	Oct/84		22		5030
	Wife			Oct/84	1	9		1676
CONVENTURES LIMITED	Oakwood Petroleums Ltd.	Common	B	Jul/84		2239468		
	Amended			Oct/84		17714		6147853
CORBY DISTILLERIES LIMITED	Hatch Jr., Henry C.	Common	D	1984	T	117		1006
	Amended							
COVINGTON SPRINGS EXPLORATIONS INC.	Golla, James I.	Common	DS	--	IR			1
CROWNX INC.	Wadsworth, Michael A.	Class A	S	--	IR			1000
DART & KRAFT INC.	Bolton, Russell K.	Common	S	Oct/84	G		50	4909
	Naveau, Philippe J.	Securities	S	--	IR			---
	Woelfle, Arthur W.	Common	DS	Oct/84	G		25	9432
DENISON MINES LIMITED	Matthews, Donald J.	Class A	DI					
	Matthews Group Limited			Sep/84	1		2700	
				Oct/84	1		7800	---
		Class B		Sep/84	1	2700		
				Oct/84	1	7800		21000
DRUG TRADING COMPANY LIMITED	Loach, Ronald G.	Common	D					
	Kirkland Phcy			Oct/84	1	50		124
DYLEX LIMITED	Wolpin, David	Class A	S	Nov/84			200	4978
ECHO BAY MINES LTD.	Tamblyn, Hugh F.	Common	S	Nov/84			77	---
ECLIPSE CAPITAL CORPORATION	Barton, William W.	Common	DSB					
	Brading Investments Ltd			--	IR1			1129485
	Dougherty, Douglas G.		D	--	IR			20000
EDDA RESOURCES INC	Erikson, Christine	Common	B					
	Freda Resources Inc.			Nov/84	C 1	100000		225000

REPORTING ISSUER	INSIDER	SECURITY	REL'N	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
ENERGY & RESOURCES (CAM) LIMITED	New Venture Equities Ltd	Common	B	--	IR			198000
		Common Flow-through		--	IR			216000
FEDERAL PIONEER LIMITED	Federal Pioneer Limited	6 3/4% Secured Sinking Fund Deb. Series A		Oct/84		$8000		
				Oct/84	R		$8000	---
FLINT ROCK MINES LIMITED	Binions, William L. M.	Common	D	--	IR			100000
FORD MOTOR COMPANY	Moglia, Robert F.	Common	S	Oct/84	X	2025		2025
	Amended Revocable Trust			--	1			834
GENERAL MOTORS CORPORATION	Stone, Robert B.	Common	S	Aug/84			670	
	Amended			Sep/84			1858	883
	Savings Stock Purchase Program			1983-4	1	149		
				1983-4	1		38	171
GENSTAR CORPORATION	Bakker, Gerrit T.	Common	DI	--	IR			875
	Bethell, Desmond P. R.		DI	--	IR			400
	Clapperton, Gordon B.		DI	Oct/84		600		1100
	Erickson, John B.		DI	Oct/84		800		1300
	Gaul Jr., John H.		S	--	IR			1900
	Hilliker, John A. C.		DI	Oct/84		8000		33000
	Holman, John L.	2nd Preferred Series SP-84	S	Oct/84		5000		5000
		Common		1983-4		166		5338
	Kehoe, Paul J.	2nd Preferred SP-82B	S	Oct/84		2500		2500
		Common		1983-4		10		411
	Scott, Douglas E.		SDI	--	IR			800

REPORTING ISSUER	INSIDER	SECURITY	REL'N	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
GENSTAR CORPORATION (Continued)	Whitworth, Lorimer E.	Common	S	Oct/84		500		6045
GLAMIS GOLD LTD.	Simonyi-Gindele, Steven John	Common	D	--	IR			2500
GOLDEN SHADOW RESOURCES INC	Shadowfax Resources Ltd.	Common	B	Nov/84			26500	603700
GREEK-CANADIAN MINES LIMITED	Stamos, Arthur	Common	D	--	IR			2140
HALE RESOURCES LIMITED	Levine, Henry	Common	DS	Oct/84		28050		383050
HAMILTON GROUP LIMITED, THE	Young, William J.	Class A	S	Nov/84		3232		14282
	Stock Purchase Plan			--	1			5000
HARDING CARPETS LIMITED	Harding Employees' Deferred Profit Sharing Trust	Class C	K	Nov/84			2000	55700
HUSKY OIL LTD.	Bouman, Quiryn C.	Common	SI	Nov/84	X	1600		1600
INTERNORTH INC.	strauss, Willis A.	Common	D	Nov/84	G		2838	53561
	Trusteed Investment Plan			--	1			55854
	Stock Ownership Plan			--	1			1069
	Wife			--	1			2526
INVERNESS PETROLEUM LTD.	Podmaroff, Peter	Common	S	Nov/84			1500	9300
IPSCO INC.	Love, Richey B.	Common	D	--				785
	Domequity Growth & Calgary Ltd.			Oct/84	1		57215	72750
LA VERENDRYE MANAGEMENT CORPORATION	Boutin, Dominique	Common A	S	Oct/84		25		64560
	Secretary of La Verendrye			--	1			10806
JOHN LABATT LIMITED	Findlay, Eric F.	Common	D	--	IR			1000
LANPAR TECHNOLOGIES INC.	Crombie, C. David	Options	S	Oct/84		16800		16800
	Dickie, Robert G.		S	Oct/84		11800		24925
LUMONICS INC.	Burbeck, Ronald N. Amended	Common	DS	Oct/84			100000	264128
	Castledine, Allan V.		D	Nov/84		500		5504

REPORTING ISSUER	INSIDER	SECURITY	REL'N	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
MDS HEALTH GROUP LIMITED	Rygiel, Edward K.	Class B	S	Oct/84			2600	27702
	Amended RSP			--	1			9600
MMC VIDEO ONE CANADA LTD.	Chapman, Robert A.	Common	B					
	Vector Holdings Ltd.			--	IR1			593000
	Wong, Terrence G.		D	--	IR			5100
MSR EXPLORATION LTD.	MSR Exploration Ltd.	Common		--	IR			21700
MACLEAN HUNTER LIMITED	Blackburn, Alan	Class X	S	Oct/84		600		13645
	Profit Sharing Plan			--	1			665
	MacLean Hunter Holdings Limited		B	Oct/84	T	36561		7547757
	Metcalf, Frederick T. *		DS	Oct/84	T	1614		526649
	Indirect Holdings			--	1			55
MACMILLAN BLOEDEL LIMITED	Davenport, David C.	Common	D	Sep/84	T	11		642
	Fliessbach, H. E.			Oct/84		900		900
MAGNACON MINES & OILS LIMITED	Barrett, William W.	Common	D	--	IR			26501
MAGNA INTERNATIONAL INC.	Stronach, Frank	Class A	DSB	Sep/84	M		356639	---
	599378 Ontario Inc.			Sep/84	M 1	503753		503756
	Beechwood Farm Limited			Sep/84	M 1		117117	---
	Bronze Dolphin Limited			Sep/84	M 1		30000	---
	Stronach, Frank	Class B	DSB	--				356639
	Beechwood Farm Limited			Sep/84	M 1		113367	---
	Bronze Dolphin Limited			Sep/84	M 1		30000	---
	445327 Ontario Limited			Sep/84	M 1	143367		143367
	Voting Agreement			--	1			320067
MANITOBA PROPERTIES INC.	Manitoba Properties Leasing Inc.	Common	B	--	IR			250
	Manitoba Properties Management Inc.		B	--	IR			250
MASCOT GOLD MINES LIMITED	Grafham, William E.	Common	D	Oct/84			100000	321940
MASTER RESOURCES DEVELOPMENTS LIMITED	Stein, Paul M.	Securities	D	--	IR			---

REPORTING ISSUER	INSIDER	SECURITY	REL'N	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
MCDONALD'S CORPORATION	Altom, Charles A.	Common	S	Oct/84	G		303	1776
	Bergold Jr., Roy T.		S	Oct/84	X	2880		3047
	Cantalupo, James R.		S	Oct/84	X	3238		8947
	Greenberg, Jack M.		S	Oct/84			600	2029
MERIDIAN TECHNOLOGIES INC.	Westwood, Bruce M.	Common	S					
	Westlyn Enterprises Ltd			Nov/84	1		10000	110054
MESA PETROLEUM CO.	Larsen, Jack K.	Common	D	Oct/84	G		267	495399
	Pickens Jr., Thomas B.		DS	Oct/84		48750		1530050
	Family			--	1			1500
MIDLAND DOHERTY FINANCIAL CORPORATION	Bent, Gary G.	Common	SI					
	Spousal RRSP			--	IR1			200
	Colson, George M.		S	Oct/84			300	4217
	Elliott, Allison M.		S	Nov/84			200	1800
	Fabbro, Gerald G.		D	Nov/84		15400		
				Nov/84			2000	13400
	Lailey, Thomas B.		DS	Nov/84			1000	4400
MOFFAT COMMUNICATIONS LIMITED	Davis, William A.	Common	S					
	Indirect Holdings			Nov/84	1	50		15746
MOLSON COMPANIES LIMITED, THE	Pick, John C.	Class A Common	DI	Sep/84			425	56
	Amended							
NABISCO BRANDS LTD.	Hannon, Matthew S.	Common	D	--	IR			1000
	Mathan Securities Inc.			--	IR1			500
NATIONAL BANK OF CANADA	Morton, Gregory A.	Securities	S	--	IR			---
NATIONAL RESOURCE EXPLORATIONS LTD.	Rix, Donald B.	Common		Oct/84			3707	21595
	Metropolitan Holdings Ltd.			Oct/84	1		10900	2500
NEW AUGARITA PORCUPINE MINES LIMITED	Bishop, Percy W.	Common	B	Sep/84		7000		1570000
NEWSCOPE RESOURCES LIMITED	Malloy, Neil J.	Common	D	Jul/84		3000		11000

REPORTING ISSUER	INSIDER	SECURITY	REL'N	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
NORCEN ENERGY RESOURCES LIMITED	Cochrane, Barry D.	Non-Voting Ordinary	S	Nov/84			790	---
		Voting Ordinary		Nov/84			790	---
	Love, Richey B. * Domequity Growth & Calgary Ltd.	Common	D	Oct/84	1		61700	37100
OAKWOOD PETROLEUMS LTD.	Mann, Lloyd D.	Class	S	--	IR			2000
	Oakwood Petroleums Ltd.	Class B	B	Nov/84		10500		155000
OILTEX INTERNATIONAL LTD	Cultus Pacific N. L.	Common	B	Oct/84		24549		1014696
ONYX PETROLEUM EXPLORATION COMPANY LIMITED	Simus, Allan J.	Common	DS	--				1000
	RRSP			Oct/84	1	2000		6100
PAN AMERICAN MINERALS CORPORATION	Quan, Nin C.	Common	DSB	Oct/84		600		770700
PANHANDLE EASTERN CORPORATION	Burguieres, Philip J.	Common	D	Oct/84		200		200
PENNZOIL COMPANY	Manning, Patrick L.	Securities	S	--	IR			---
PUISSANCE CORPORATION	Elder, Michael J.	Common	DS	Aug/84	X	50000		
				Oct/84		25500		
				Oct/84			231998	22350
QUEBECOR INC	Beauchamp, Jacques	Common	D	Sep/84	M		2	400
	Coutu, Jean		D	Sep/84	M		2	1000
	Custeau, Maurice T.		DS	Sep/84	M		2	400
	Gauthier, P. Wilbrod		D	Sep/84	M		2	400
	Leger, Claire		D	Sep/84	M		2	---
	Perron, Jean		D	Sep/84	M		2	3152
	Alridan Inc.			--	1			6848
	Webster, Lorne C.		D	Sep/84	M		2	2000
REDAURUM RED LAKE MINES LIMITED	Hobb, Gordon D.	Common	D	Sep/84		3000		3000

REPORTING ISSUER	INSIDER	SECURITY	REL'N	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
REED STENHOUSE COMPANIES LIMITED	Leitch, Peter G.	Class A Common	S	Oct/84		4000		21147
	Branco & Co.			--	1			1300
ROXMARK MINES LIMITED	Hughes, Garry M.	Common		Jun/84	M		7000	
				Aug/84		7637		
				Aug/84			7637	
				Oct/84			10000	3434
SAULT MEADOWS ENERGY CORPORATION	K & L Energy Consultants Limited	Common	B	Nov/84		2000		9000
	Lewis, Elliot A.		DS	Nov/84		2500		34810
	Tayok Investments Limited			--	1			104590
SCARBORO RESOURCES LIMITED	MacKenzie, Norman J.	Common	DS	Sep/84			10000	
				Oct/84		5000		474800
	Sequona Investments Ltd			Sep/84	1		10000	25000
SHELL CANADA LIMITED	Taylor, Donald J.	Class A	DS	Oct/84	M		100	---
	CDS & Co.			Oct/84	M 1	100		125
SLATER STEELS CORPORATION	Desson, Graham L.	Common	S	Aug/84		1200		1800
LA SOCIETE MINIERE LOUVEM INC.	Ferland, Laurent	Series II Warrants	DS	Nov/84		2000		2000
SPRINT RESOURCES LTD.	Doucet, Henri	Securities	D	--	IR			---
	Guiger, Raymond		D	--	IR			---
	Johnson, Peter K.		D	--	IR			---
	Singer, Irwin	Common						
	Jaford Holdings Limited			Nov/84	1		300000	300000
STANDARD TRUSTCO LIMITED	Kates, Paul A.	Common	D	Oct/84		43		1919
	Deferred Profit Sharing Plan			Oct/84	1	23		1010
STEINBERG INC.	111762 Canada Inc.	Class A	B	Nov/84		53300		68300
	Estate of Sam Steinberg		B					
	111762 Canada Inc.			Nov/84	1		53300	---
STERLING TRUST CORPORATION	General Trust of Canada	Common	B	Oct/84		2974		

REPORTING ISSUER	INSIDER	SECURITY	REL'N	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
STERLING TRUST CORPORATION (Continued)	General Trust of Canada	Common	B	Nov/84		400		1109557
SUPERIOR OIL COMPANY, THE	Martin, Fines F.	Common	S	Oct/84			13745	---
TERRA MINES LTD.	Cheesbrough, Peter H.	Common	DS	--				4502
	Amended RRSP			Oct/84	1		1000	50
TERRY GOLD EXPLORATIONS INC.	Tokarsky, John T.	Common	DSB	--				160001
	Tokarsky Corp. Services Ltd.			Nov/84	1	1500		2950
THOMSON NEWSPAPERS LIMITED	Doyle, Richard J.	Class A	S	--	IR			500
TIVERTON PETROLEUMS LTD.	Freeze, David J.	Common	DB					
	Wesco Investment Ltd.			Sep/84	1	5300		5300
	Frank Freeze Ltd.			--	1			637445
	Wesco Inv. Ltd.			--	1			123200
TORONTO SUN PUBLISHING CORPORATION, THE	Jackson, Bruce L.	Common	S	Sep/84		400		400
TRADERS GROUP LIMITED	Gormley Investments Limited	Class A Common	B					
	Canadian General Securities Limited			Jan/84	T 1	47285		407265
TRANSCANADA PIPELINES LIMITED	Couper, Gavin J.	Common	S	--	IR			14077
	Douloff, Artel A.		S	--	IR			4026
	Scott, Susan A.		S	--	IR			5028
	Silenzi, Sandro S.		S	--	IR			7776
TRANSALTA RESOURCES CORPORATION	Schaefer, Harry G.	Class A Warrant	DS	Oct/84			222	
				Nov/84			27	---
		Class B Warrant		Oct/84			555	
				Nov/84			67	---
TRILON FINANCIAL CORPORATION	Olympia & York Development Limited	Warrants	B					
	York Holdings Corporation			Oct/84	1		500000	---

REPORTING ISSUER	INSIDER	SECURITY	REL'N	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
TRILON FINANCIAL CORPORATION (Continued)	Smith, Donald J.	Common	DI	1984		12000		12000
TRIZEC CORPORATION LTD.	Hahn, Ernest W.	Class A	D	Oct/84			39418	782
ULSTER PETROLEUMS LTD.	Ulster Petroleums Ltd.	Common		Nov/84		13300		
				Nov/84	R		13300	---
ULTRAMAR PLC.	Hunt, Timothy J.	Ordinary	S	Nov/84		1000		2400
UNICAN SECURITY SYSTEMS LTD.	Unican Securities Systems Ltd.	Common		Oct/84		7600		
				Oct/84			10000	10600
VANGUARD TRUST OF CANADA LIMITED	Martin, Ross L.	Common		Oct/84		161		1361
	R.L.M. Investments Incorporated			Oct/84	1	27268		230008
	McFadyen, Nancy C.		D	--	IR			500
CANPER RESOURCES INC.	Garrigue-Slayton, Marie-Ange	Option	S	--	IR			20000
WESTWATER INDUSTRIES LTD.	Kluzak, A. Gordon Kluzak Prop. Corp.	Class C Subordinate Voting		--	IR1			159756

CHAPTER 8

NOTICES OF EXEMPT FINANCINGS

REPORTS OF TRADES SUBMITTED ON FORM 20
UNDER THE SECURITIES ACT 1980

TRANSACTION DATE	PURCHASER	SECURITY	PRICE	AMOUNT
Nov. 07, 1984	Adheen, Trevor	#595680 ONTARIO INC. COMMON SHARES	$5,000	50,000 shares
"	Heney, John	" "	10,000	100,000 shares
Nov. 05, 1984	Linzey, Doug	" "	10,000	100,000 shares
"	Luff, James	" "	"	100,000 "
"	Saunders, Robert	" "	"	100,000 "
"	Sowa, David	" "	"	100,000 "
Nov. 15, 1984	Thornton Cliff Investments	" "	5,000	50,000 shares
Nov. 07, 1984	Whitmore, Fred	" "	5,000	50,000 shares
Nov. 15, 1984	Abitibi-Price Refinance Inc.	ABITIBI-PRICE INC. SERIES "K" DEBENTURES	US $500,000	US $500,000
Nov. 16, 1984	International Investors Incorporated	AIGUEBELLE RESOURCES INC. COMMON SHARES	3,355,000	500,000 shares
Oct. 19, 1984	Bell, William A.	ALTEX RESOURCES LTD. COMMON SHARES	266,724	177,816 shares
"	Hanna, Kenneth G.	" "	200,043	133,362 shares
"	Mayo, Allene O.	" "	31,250	28,409 shares
"	McAlpine, John D.	" "	33,319	30,290 shares
"	McAlpine, John D.	" "	66,681	44,454 shares
"	Oliphant Jr., Allen G.	" "	12,500	11,364 shares
"	Oliphant, Charles W.	" "	156,250	142,045 shares
"	Portobello Investments Ltd.	" "	133,276	121,160 shares

Offering Memorandum

REPORTS OF TRADES SUBMITTED ON FORM 20
UNDER THE SECURITIES ACT 1980

TRANSACTION DATE	PURCHASER	SECURITY	PRICE	AMOUNT
Oct. 19, 1984	Tara Investments Ltd.	ALTEX RESOURCES LTD. COMMON SHARES	$99,957	90,870 shares
Oct. 25, 1984	Guaranty Trust Company of Canada	ATCO UTILITIES HOLDINGS LTD. PREFERRED SHARES	5,000,000	5,000 shares
"	Standard Trust Company	" "	"	5,000 "
Nov. 21, 1984	Armstrong, John G.	BIO-FROST INC. - RESEARCH NOTE	100,000	One
"	Proctor, Murray	" "	280,000	One
Nov. 20, 1984	C.M.P 1984 Mineral Partnership and Company, Limited	BRINCO LIMITED - COMMON SHARES	430,932	118,177 shares
Nov. 16, 1984	Corporate Foods Limited	CANADIAN COAL LIQUEFACTION CORPORATION - RESEARCH DEBENTURE	3,000,000	One
Nov. 05, 1984	Ontario Municipal Employee Retirement Board	CANADIAN UTILITIES LIMITED CLASS A NON-VOTING SHARES	4,231,740	259,616 shares
May. 01, 1984	LJ International Limited Lindsay Oil Limited, Northern Fortress Limited	CARLYLE ENERGY LTD. COMMON SHARES	227,550	185,000 shares
Nov. 16, 1984	O-Ten Trust	CONTINUUM DATA SYSTEMS INC. RESEARCH NOTE	315,000	One
Nov. 22, 1984	Barker, M. E.	GOLDEN HUBRIS INC. COMMON SHARES	10,000	10,000 shares
"	D.S.M. Consultants Limited	" "	"	10,000 "
"	Downey, Roy and Mitchell	" "	"	10,000 "
"	Forsyth, Angela	" "	20,000	20,000 shares

REPORTS OF TRADES SUBMITTED ON FORM 20
UNDER THE SECURITIES ACT 1980

TRANSACTION DATE	PURCHASER	SECURITY	PRICE	AMOUNT
Nov. 22, 1984	Hubbard, Joseph	GOLDEN HUBRIS INC. COMMON SHARES	$20,000	20,000 shares
"	Knight, Leo D.	" "	30,000	30,000 shares
"	Oullet, Marie	" "	70,000	70,000 shares
"	Stevens, Charles F.	" "	20,000	20,000 shares
"	Thompson, Craig R.	" "	30,000	30,000 shares
Nov. 15, 1984	Canada Life Assurance Company, The	HEALTH SCIENCES CENTRE 13.40% NON-REDEEMABLE SINKING FUND DEBENTURES, SERIES 84 DUE NOVEMBER 15, 2004	5,000,000	$5,000,000
"	Canada Trust Company, The Re. 98-050880-8	" "	300,0010	$300,000
"	Dominion of Canada General Insurance Company, The - Life Account	" "	1,000,000	$1,000,000
"	Equitable Life Insurance Company of Canada, The	" "	2,000,000	$2,000,000
"	Mutual Life Assurance Company of Canada	" "	20,000,000	$20,000,000
"	National Life Assurance Company of Canada, The	" "	1,000,000	$1,000,000
"	North American Life Assurance Company	" "	10,000,000	$10,000,000
Nov. 06, 1984	Cooke, Joseph F.	HERITAGE, THE - UNITS	154,554	2 units
"	Gosse, Gordon D.	" "	170,769	2 units

REPORTS OF TRADES SUBMITTED ON FORM 20
UNDER THE SECURITIES ACT 1980

TRANSACTION DATE	PURCHASER	SECURITY	PRICE	AMOUNT
Oct. 15, 1984	Sunmist Energy '84 Inc.	JEDBURGH RESOURCES LIMITED COMMON SHARES	$150,000	300,000 shares
Nov. 20, 1984	C.M.P. 1984 Mineral Partnership and Company, Limited	NORANDA INC. - COMMON SHARES	1,371,804	40,628 shares
Oct. 16, 1984	Allen, Thomas I. A.	PASSBURG/DWB 1984 LIMITED PARTNERSHIP - UNITS	50,000	10 units
"	D.W.B. Resources Ltd.	" "	300,000	60 units
"	Overland, Charles K.	" "	50,000	10 units
"	Smith, David W.	" "	"	10 "
"	Ward, David A.	" "	"	10 "
Oct. 16, 1984	Bartlett, John M.	PASSBURG/NATIONAL 1984 LIMITED PARTNERSHIP - UNITS	25,000	5 units
"	Chafee, R. E.	" "	100,000	20 units
"	Chesick, Sydney	" "	25,000	5 units
"	Chesick, William	" "	30,000	6 units
"	Coady, C. J.	" "	25,000	5 units
"	Cote, Michel	" "	"	5 "
"	Cruickshanks, Bryan	" "	50,000	10 units
"	Davis, Lloyd A.	" "	25,000	5 units
"	Davis, Robert M.	" "	"	5 "
"	Davis, Stanley H.	" "	"	5 "

REPORTS OF TRADES SUBMITTED ON FORM 20
UNDER THE SECURITIES ACT 1980

TRANSACTION DATE	PURCHASER	SECURITY	PRICE	AMOUNT
Oct. 16, 1984	Dee, Philip J.	PASSBURG/NATIONAL 1984 LIMITED PARTNERSHIP - UNITS	$25,000	5 units
"	Elvins Holdings Ltd.	" "	75,000	15 units
"	Fweewie, VWENes	" "	25,000	5 units
"	Guttman, Alvin J.	" "	"	5 "
"	Guttman, Irwin and Mary	" "	30,000	6 units
"	Henderson, Kevin	" "	200,000	40 units
"	Hick, William B. M.	" "	25,000	5 units
"	Hodgson, Patrick W. E.	" "	50,000	10 units
"	Hoskins, J. W.	" "	"	10 "
"	Lang, Gunter	" "	30,000	6 units
"	McConnell, James E.	" "	50,000	10 units
"	Rennert, Michael D.	" "	25,000	5 units
"	Richards, Elizabeth A.	" "	35,000	7 units
"	Richards, William N.	" "	25,000	5 units
"	Richardson, Stanley J.	" "	"	5 "
"	Rosenfeld, M.	" "	"	5 "
"	Schepanovich, Branny	" "	"	5 "
"	Shimizu, yoshio	" "	50,000	10 units
"	Siblin, Herbert E.	" "	"	10 "

REPORTS OF TRADES SUBMITTED ON FORM 20
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TRANSACTION DATE	PURCHASER	SECURITY	PRICE	AMOUNT
Oct. 16, 1984	Sinyantoo, K. S. Robert	PASSBURG/NATIONAL 1984 LIMITED PARTNERSHIP - UNITS	$35,000	7 units
"	Stong, Carmerl L.	" "	40,000	8 units
"	Stong, Gladys	" "	"	8 "
"	Vennard, G.	" "	25,000	5 units
Nov. 20, 1984	Quebec Sturgeon River Mines Limited	PHOENIX GOLD MINES LIMITED COMMON SHARES	859,700	573,134 shares
Nov. 21, 1984	Confederation Life Insurance Company	PITNEY BOWES OF CANADA LTD. PROMISSORY NOTES DUE NOVEMBER 20, 1987	5,000,000	Five
Nov. 20, 1984	C.M.P. 1984 Mineral Partnership and Company, Limited	QUEBEC STURGEON RIVER MINES LIMITED - COMMON SHARES	859,700	129,978 shares
Nov. 16, 1984	Canada Permanent Mortgage Corporation	RALLIP CANADA LIMITED FLOATING RATE CUMULATIVE RED. PREFERENCE SERIES B WITH AN ISSUE PRICE OF $25 PER SHARE	17,000,000	680,000 shares
"	Tinto Holdings Canada Limited	" "	10,000,000	400,000 shares
Nov. 05, 1984	Campbell, John K.	REDAURUM RED LAKE MINES LIMITED - UNITS	6,000	2 units
Oct. 23, 1984	Disler, George	" "	6,000	2 units
"	Dobruskin, Evelyn	" "	"	2 "
"	McLeod, T. I.	" "	"	2 "
"	Mongeau, R. J.	" "	"	2 "
Nov. 05, 1984	Shumak, R. S.	" "	6,000	2 units

REPORTS OF TRADES SUBMITTED ON FORM 20
UNDER THE SECURITIES ACT 1980

TRANSACTION DATE	PURCHASER	SECURITY	PRICE	AMOUNT
Oct. 23, 1984	Zitsow, B.	REDAURUM RED LAKE MINES LIMITED - UNITS	$6,000	2 units
Nov. 15, 1984	Monarch Trust Company	ROYAL TRUSTCO LIMITED FLOATING RATE CUMULATIVE REDEEMABLE PREFERRED SHARES SERIES E	300,000	3,000 shares
Nov. 12, 1984	Datta, Deepak	SHERWOOD, THE - UNITS	137,940	1 units
"	Santher, Kathiraveloo	" "	146,100	1 units
Oct. 30, 1984	239281 Alberta Ltd.	SORREL 1984 LIMITED PARTNERSHIP - UNITS	750,000	30 units
"	Amsden, M. P.	" "	100,000	4 units
"	Armstrong, John C.	" "	125,000	5 units
"	Brunton, John E.	" "	100,000	4 units
"	Cherniwchan, John N.	" "	"	4 "
"	Cromwell, O. F. R.	" "	"	4 "
"	Crook, Donald B.	" "	"	4 "
"	D & P Associates	" "	"	4 "
"	Duval, Maurice	" "	200,000	8 units
"	Farlinger, W. A.	" "	100,000	4 units
"	G & C Associates	" "	"	4 "
"	Hrechka, Mike	" "	"	4 "
"	Kennedy, Robert	" "	"	4 "

REPORTS OF TRADES SUBMITTED ON FORM 20
UNDER THE SECURITIES ACT 1980

TRANSACTION DATE	PURCHASER	SECURITY	PRICE	AMOUNT
Oct. 30, 1984	MacFadzean, Bruce	SORREL 1984 LIMITED PARTNERSHIP - UNITS	$100,000	4 units
"	MacMillan, C. F.	" "	100,000	4 units
"	Middelberg, Virginia H.	" "	200,000	8 units
"	Mross, Hedwig	" "	100,000	4 units
"	Mross, Werner	" "	"	4 "
"	Noren, Gerald	" "	"	4 "
"	Patterson, John G.	" "	"	4 "
"	Reid, Norman	" "	"	4 "
"	Rushford, R. J.	" "	"	4 "
"	Schneider, Hans	" "	"	4 "
"	Seiferling, Lawrence	" "	"	4 "
"	Simons, Horst	" "	200,000	8 units
"	Ursel, Adam	" "	100,000	4 units
"	Vaniderstine, Kenneth D.	" "	"	4 "
"	Wankel, Howard	" "	"	4 "
"	Westland Realty Ltd.	" "	"	4 "
"	Williams, Beric	" "	"	4 "
"	Wray, DeWillis C.	" "	"	4 "
"	Y & H Associates	" "	"	4 "

REPORTS OF TRADES SUBMITTED ON FORM 20
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TRANSACTION DATE	PURCHASER	SECURITY	PRICE	AMOUNT
Oct. 30, 1984	Yellowbird Products Limited	SORREL 1984 LIMITED PARTNERSHIP - UNITS	$100,000	4 units
Nov. 20, 1984	C.M.P. 1984 Mineral Partnership and Company, Limited	ST ANDREW GOLDFIELDS LTD. COMMON SHARES	325,250	61,831 shares
Oct. 31, 1984	113491 Holdings ltd.	SUMACH RESOURCES INC. COMMON SHARES	36,900	56,769 shares
"	Foster, D.	" "	32,500	50,000 shares
"	Golbeck, D.	" "	13,000	20,000 shares
"	Jarina Resources Inc.	" "	6,500	10,000 shares
"	McMillan, D.	" "	22,100	34,000 shares
"	Ruby, K.	" "	19,500	30,000 shares
"	Torchia, T.	" "	13,000	20,000 shares
"	Zevest Development Corporation	" "	16,900	26,000 shares
"	Zister, C.	" "	19,500	30,000 shares
Nov. 21, 1984	Weisdorf, Mark A.	T-B SYNDICATE - UNIT	10,000	1 units
Oct. 09, 1984	La Caisse centrale Desjardins du Quebec	TRADERS GROUP LIMITED SENIOR SECURED FLOATING RATE NOTE DUE SEPTEMBER 30, 1986	1,000,000	$1,000,000
Oct. 15, 1984	La Caisse centrale Desjardins du Quebec	" "	7,500,000	$7,500,000
Oct. 18, 1984	La Caisse centrale Desjardins du Quebec	" "	6,500,000	$6,500,000

REPORTS OF TRADES SUBMITTED ON FORM 20
UNDER THE SECURITIES ACT 1980

TRANSACTION DATE	PURCHASER	SECURITY	PRICE	AMOUNT
Oct. 30, 1984	La Caisse centrale Desjardins du Quebec	TRADERS GROUP LIMITED SENIOR SECURED FLOATING RATE NOTE DUE SEPTEMBER 30, 1986	$5,000,000	$5,000,000
Oct. 31, 1984	Ballantyne, Robert K.	VIRGINIA STREET II - KINGSTON PARTNERSHIP - UNITS	19,000	1 units
"	Barnett, Adele	" "	"	1 "
"	Beck, Peter J.	" "	"	1 "
"	Belec, Hubert	" "	"	1 "
"	Bennett, Donald	" "	"	1 "
"	Boileau, J. Gerald	" "	"	1 "
"	Brooks, Ralf	" "	"	1 "
"	Buzek, Gary	" "	"	1 "
"	Campbell, David	" "	"	1 "
"	Cotter, Richard	" "	"	1 "
"	Cunningham, Joyce	" "	"	1 "
"	Egan, James	" "	"	1 "
"	Ernst, Gail J.	" "	"	1 "
"	Fairbridge, Edward A.	" "	"	1 "
"	Gilroy, R. G. Wayne	" "	"	1 "
"	Hine, David	" "	"	1 "
"	Hitzen, Oscar	" "	"	1 "

REPORTS OF TRADES SUBMITTED ON FORM 20
UNDER THE SECURITIES ACT 1980

TRANSACTION DATE	PURCHASER	SECURITY	PRICE	AMOUNT
Oct. 31, 1984	Kazdan, allan	VIRGINIA STREET II - KINGSTON PARTNERSHIP - UNITS	$19,000	1 units
"	Keefe, Michael J.	"	"	1 "
"	Kevan, Peter G.	"	"	1 "
"	La Pointe, Charles	"	"	1 "
"	La Pointe, John C.	"	"	1 "
"	Lafontaine, Marcel	"	"	1 "
"	Langstaff, E. MargueriteA	"	"	1 "
"	Lee, Harold B.	"	"	1 "
"	Liebster, Arno and Vera	"	"	1 "
"	Majer, James	"	"	1 "
"	Mara, Bernard	"	"	1 "
"	Martinchenko, Wayne	"	"	1 "
"	O.F.P. Consultants Ltd.	"	"	1 "
"	Pearson, Donald	"	"	1 "
"	Porter, Joan M.	"	"	1 "
"	Rawlings, Gayle	"	"	1 "
"	Skitch, J. Burney	"	"	1 "
"	Slack, Patrick V.	"	"	1 "
"	Sorrie, Charles	"	"	1 "

REPORTS OF TRADES SUBMITTED ON FORM 20
UNDER THE SECURITIES ACT 1980

TRANSACTION DATE	PURCHASER	SECURITY	PRICE	AMOUNT
Oct. 31, 1984	Stables, John R.	VIRGINIA STREET II - KINGSTON PARTNERSHIP - UNITS	$19,000	1 units
"	Stanley, Barbara	" "	"	1 "
"	Tose, Stanley	" "	"	1 "
"	Walker, Robert	" "	"	1 "
Oct. 10, 1984	Beacom, G. Gardiner	WARREN EXPLORATIONS LIMITED OPTIONS	19,000	$100,000
"	Cooke, Michael S. P.	" "	95,000	$500,000
"	Ewens, Douglas S.	" "	19,000	$100,000
"	Tims, Michael J.	" "	57,000	$300,000
Nov. 23, 1984	C.M.P. 1984 Mineral Partnership and Company, Limited	WESTMIN RESOURCES LIMITED COMMON SHARES	18,500	shares

RESALE OF SECURITIES

FORM - 21

DATE OF RESALE	DATE OF ORIG PURCHASE	SELLER	SECURITY	PRICE	AMOUNT
Nov. 07, 1984	Nov. 07, 1983	Confederation Life Insurance Company	BANK OF BRITISH COLUMBIA COMMON SHARES	$366,225	25,700 shares
Nov. 15, 1984	"	" "	" "	60,156	5,625 "
Nov. 28, 1984	Nov. 18, 1982	Mutual Life Assurance Company of Canada	CANADIAN UTILITIES LIMITED CLASS B SHARES	42,500	2,000 shares
Nov. 09, 1984	Jun. 02, 1983	Manufacturers Life Insurance Company, The	FEDERAL INDUSTRIES LTD. CLASS A COMMON SHARES	74,000	3,700 shares
"	"	" "	" "	198,750	10,000 "
Nov. 07, 1984	Apr. 29, 1983	Doflasco Employee's Savings and Profit Sharing Fund	HEES INTERNATIONAL CORP. COMMON SHARES	35,912	1,700 shares
"	"	" "	" "	315,000	15,000 "
Nov. 12, 1984	"	" "	" "	857,137	10,100 "
Nov. 15, 1984	Dec. 16, 1980	Manufacturers Life Insurance Company, The	NEWFOUNDLAND CAPITAL CLASS A COMMON SHARES	331,250	50,000 shares
Nov. 12, 1984	Aug. 03, 1984	Dofasco Employees' Savings and Profit Sharing Fund	RIO ALTO EXPLORATION LIMITED COMMON SHARES	17,015	8,300 shares
Nov. 15, 1984	Feb. 02, 1984	Canadian National Railway Company	UNION GAS LIMITED COMMON SHARES	6,822	600 shares
Nov. 16, 1984	"	" "	" "	22,603	1,900 "

NOTICE OF INTENTION TO DISTRIBUTE SECURITIES PURSUANT TO SUBSECTION 7 OF SECTION 71

SELLER	SECURITY	AMOUNT
Counselling Foundation of Canada, The	BROULAN RESOURCES INC. - COMMON SHARES	178,600 shares
Helpert, Jack	BROWN-MCDADE RESOURCES LTD. - COMMON SHARES	209,900 "
Brewis & White Limited	CANPAR RESOURCES INC. - COMMON SHARES	80,000 "
Pyke, Murray W.	COMAPLEX RESOURCES INTERNATIONAL LTD. COMMON SHARES	20,000 "
Meredith, Paul E.	HOLMER GOLD MINES LIMITED - COMMON SHARES	50,000 "
Litwin, Fred A.	LAMBDA MERCANTILE CORPORATION - CLASS A SHARES	200,000 "
Sutton Management Limited	MIRCAN INDUSTRIES LIMITED - CLASS A SHARES	134,550 "
Sutton Management Limited	MIRCAN INDUSTRIES LIMITED - COMMON SHARES	500,000 "
Indirectly Through Lambda Mercantile Corporation	VTL VENTURES EQUITIES LTD. - COMMON SHARES	200,000 "
Litwin, Fred A.	" "	200,000 "
Province of Alberta Treasury Branches	WARDAIR INTERNATIONAL LTD. - COMMON SHARES	40,000 "
" "	" "	40,000 "

CHAPTER 9

TAKE-OVER BIDS, ISSUER BIDS (NIL)

THERE IS NO MATERIAL FOR THIS CHAPTER

IN THIS ISSUE

CHAPTER 10

CONTINUOUS DISCLOSURE FILINGS

Public Documents Filed with the Ontario Securities Commission

ISSUER	TITLE
3460 KEELE ST. APARTMENTS LTD.	IFS 9 MN SE 30 84
512111 ONTARIO LTD.	RULING/ORDER/REASONS
800 KENNEDY ROAD LTD.	AUD. ANN. FIN. STMT.
A.G.BECKER (CANADA) LIMITED	RULING/ORDER/REASONS
ABERFORD RESOURCES LTD.	IFS 9 MN SE 30 84
ACCORD RESOURCES INC.	AUD. ANN. FIN. STMT.
ACCORD RESOURCES INC.	SHRHLDRS. MTNG. MAT.
ACTION TRADERS INC.	IFS 9 MN SE 30 84
AGF HITECH FUND LIMITED	ANNUAL REPORT
AGF HITECH FUND LIMITED	SHRHLDRS. MTNG. MAT.
AGNICO-EAGLE MINES LTD.	RESULTS, 9 MONTHS TO
ALBERTA ENERGY COMPANY LTD.	IFS 9 MN SE 30 84
ALBERTA NATURAL GAS COMPANY LTD.	IFS 9 MN SE 30 84
ALBERTA NATURAL GAS COMPANY LTD.	PRESS RELEASE
ALCAN ALUMINIUM LIMITED	IFS 9 MN SE 30 84
ALCAN ALUMINIUM LIMITED	10Q 9 MN SE 30 84
ALGOMA STEEL CORPORATION LIMITED	IFS 9 MN SE 30 84
ALLIED CORPORATION	10Q 9 MN SE 30 84
ALLIED CORPORATION	T.S.E. MATERIAL
ALUMINUM COMPANY OF CANADA LTD.	10Q 9 MN SE 30 84
ALUMINUM COMPANY OF CANADA LTD.	IFS 9 MN SE 30 84
AMCA INTERNATIONAL LIMITED	PRIVATE PLACEMENTS
AMCA INTERNATIONAL LIMITED	FORM 27-MAT. CHANGE
AMERICAN EAGLE PETROLEUMS LIMITED	IFS 9 MN SE 30 84
AMERICAN QUASAR PETROLEUM CO.	ARTICLE IN WEEKLY EN
ARC INTERNATIONAL CORPORATION	FORM 27-MAT. CHANGE
ARGYLL ENERGY CORPORATION	RESULTS, 9 MONTHS TO
ARGYLL ENERGY CORPORATION	PRESS RELEASE
ASAMERA INC.	10Q 9 MN SE 30 84
ASSOCIATED PORCUPINE MINES LIMITED	SHRHLDRS. MTNG. MAT.
ATLANTIC COAST COPPER CORPORATION	SHRHLDRS. MTNG. MAT.
AUBET RESOURCES INC.	CERTIF. OF MAILING
AUBET RESOURCES INC.	SHRHLDRS. MTNG. MAT.
AUTOMOTIVE HARDWARE LIMITED	PRESS RELEASE
BACHELOR LAKE GOLD MINES INC.	IFS 9 MN SE 30 84
BACHELOR LAKE GOLD MINES INC.	CERTIF. OF MAILING
BAND-ORE GOLD MINES LIMITED	IFS 9 MN SE 30 84
BAND-ORE GOLD MINES LIMITED	LET. TO SHAREHOLDERS
BANISTER CONTINENTAL LTD.	IFS 9 MN SE 30 84
BANKENO MINES LTD.	IFS 9 MN SE 30 84
BANKENO MINES LTD.	TAKEOVER/FORM 35
BANNER FUND	STATEMENT OF INVESTM
BARRTOR AMERICAN FUND	IFS 9 MN SE 30 84
BARRTOR AMERICAN FUND	LET. TO SHAREHOLDERS
BARRTOR CANADIAN FUND	RULING/ORDER/REASONS
BARRTOR CANADIAN FUND	APPLICATION
BATHURST PAPER LIMITED	IFS 9 MN SE 30 84
BATON BROADCASTING INCORPORATED	ANNUAL REPORT

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Public Documents Filed with the Ontario Securities Commission

ISSUER	TITLE
BATON BROADCASTING INCORPORATED	SHRHLDRS. MTNG. MAT.
BAXTER TECHNOLOGIES CORPORATION	PRESS RELEASE
BBC REALTY INVESTORS	PRESS RELEASE
BELL CANADA	IFS 9 MN SE 30 84
BELL CANADA ENTERPRISES INC.	DIVIDEND REINVESTMEN
BLACK PHOTO CORPORATION LIMITED	CERTIF. OF MAILING
BLACKDOME EXPLORATION LTD.	PRESS RELEASE
BOREALIS EXPLORATION LIMITED	LET. TO SHAREHOLDERS
BORG-WARNER ACCEPTANCE CANADA LTD.	IFS 9 MN SE 30 84
BOW VALLEY INDUSTRIES LTD.	10Q 9 MN SE 30 84
BOW VALLEY INDUSTRIES LTD.	IFS 9 MN SE 30 84
BP CANADA INC.	IFS 9 MN SE 30 84
BR INVESTORS LIMITED PARTNERSHIP	PRIVATE PLACEMENTS
BRALORNE RESOURCES LIMITED	IFS 9 MN SE 30 84
BRAMALEA LIMITED	PRESS RELEASE
BRASCAN LIMITED	DIVIDEND NOTICE
BRINCO LIMITED	IFS 9 MN SE 30 84
BRINCO LIMITED	CERTIF. OF MAILING
BRITISH AMERICAN BANK NOTE INC.	T.S.E. MATERIAL
BRITISH COLUMBIA TELEPHONE COMPANY	PRESS RELEASE
BRITISH PETROLEUM COMPANY P.L.C.	IFS 9 MN SE 30 84
BRITISH PETROLEUM COMPANY P.L.C.	THIRD QUARTER EARNIN
BRITISH PETROLEUM COMPANY P.L.C.	FORM 6-K FOR OCT. 19
BROULAN RESOURCES INC.	IFS 9 MN SE 30 84
C.I.F. INCOME FUND	REPORT, PERIOD ENDED
CAE INDUSTRIES LTD.	PRESS RELEASE
CALIFORNIA CLUB MALL LIMITED PARTNERSHIP	IFS 9 MN SE 30 84
CALIFORNIA CLUB MALL LIMITED PARTNERSHIP	SHRHLDRS. MTNG. MAT.
CAMBRIDGE SHOPPING CENTRES LIMITED	IFS 6 MN SE 30 84
CAMINO GOLD MINES LIMITED	CHANGE OF TRANSFER A
CAMPBELL RED LAKE MINES LIMITED	10Q 9 MN SE 30 84
CAMPBELL RED LAKE MINES LIMITED	PRESS RELEASE
CAMPBELL RESOURCES INC.	10Q 3 MN SE 30 84
CAMPBELL RESOURCES INC.	FIRST QUARTER RESULT
CAMPBELL RESOURCES INC.	CONSOLIDATION OF SHA
CAMPBELL RESOURCES INC.	T.S.E. MATERIAL
CAMPBELL SOUP COMPANY LTD.	CERTIF. OF MAILING
CANADA MALTING CO. LIMITED	IFS 9 MN SE 30 84
CANADA NORTHWEST ENERGY LIMITED	PRIVATE PLACEMENTS
CANADA SOUTHERN PETROLEUM LTD.	SHRHLDRS. MTNG. MAT.
CANADA SYSTEMS GROUP LIMITED	FORM 28-ANN. FILING
CANADA TUNGSTEN MINING CORPORATION	T.S.E. MATERIAL
CANADIAN FOUNDATION COMPANY LTD.	IFS 9 MN SE 30 84
CANADIAN FOUNDATION COMPANY LTD.	PRESS RELEASE
CANADIAN FOUNDATION COMPANY LTD.	PRESS RELEASE
CANADIAN GAMES NETWORK INC., THE	CHANGE OF TRANSFER A
CANADIAN INVESTMENT FUND LTD.	DIVIDEND NOTICE
CANADIAN NATIONAL RAILWAY COMPANY	IFS 9 MN SE 30 84

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CANADIAN NATIONAL RAILWAY COMPANY	PRELIM. PROSPECTUS
CANADIAN OCCIDENTAL PETROLEUM LTD.	IFS 9 MN SE 30 84
CANADIAN PACIFIC ENTERPRISES LIMITED	IFS 9 MN SE 30 84
CANADIAN PACIFIC ENTERPRISES LIMITED	CERTIFIED I.F.S., 9
CANADIAN PACIFIC LIMITED	IFS 9 MN SE 30 84
CANADIAN PACIFIC LIMITED	LET. TO SHAREHOLDERS
CANADIAN PACIFIC LIMITED	CHANGE DIRECTORS
CANADIAN SOLIFUELS INC.	PRIVATE PLACEMENTS
CANADIAN SOLIFUELS INC.	PRIVATE PLACEMENTS
CANADIAN THOROUGHBRED INVESTORS	PRELIM. PROSPECTUS
CANADIAN UTILITIES LIMITED	IFS 9 MN SE 30 84
CANADIAN UTILITIES LIMITED	PRIVATE PLACEMENTS
CANADIAN WORLDWIDE ENERGY LIMITED	IFS 9 MN SE 30 84
CANADIAN WORLDWIDE ENERGY LIMITED	SHAREHOLDER INVESTME
CANADIAN WORLDWIDE ENERGY LIMITED	EMPLOYEE STOCK OPTIO
CANPER RESOURCES INC.	NAME CHANGE
CANRON INC.	IFS 9 MN SE 30 84
CARENA-BANCORP HOLDINGS INC.	INCOME FOR 3 MONTHS
CARLING O'KEEFE LIMITED	IFS 6 MN SE 30 84
CAROLIN MINES LTD.	ANNUAL REPORT
CAROLIN MINES LTD.	T.S.E. MATERIAL
CAROLIN MINES LTD.	LET. TO SHAREHOLDERS
CAROLIN MINES LTD.	SHRHLDRS. MTNG. MAT.
CASSIDY'S LTD.	IFS 9 MN SE 30 84
CASTLEWOOD COURT LIMITED PARTNERSHIP	PROSPECTUS
CB PAK INC.	IFS 9 MN SE 30 84
CDC LIFE SCIENCES INC.	PRELIM. PROSPECTUS
CELANESE CANADA, INC.	PRESS RELEASE
CENTRAL DYNAMICS LTD.	IFS 6 MN SE 30 84
CHIEFTAIN DEVELOPMENT CO. LTD.	PRESS RELEASE
CINEPLEX CORPORATION	THIRD QUARTER RESULT
CINEPLEX CORPORATION	PRESS RELEASE
CINEPLEX CORPORATION	PRESS RELEASE
CINEPLEX CORPORATION	DIVIDEND NOTICE
CINEPLEX CORPORATION	PRESS RELEASE
CINEPLEX CORPORATION	PRESS RELEASE
COMBINED INTERNATIONAL CORPORATION	PROFITS FOR THIRD QU
COMIESA CORPORATION	RULING/ORDER/REASONS
COMIESA CORPORATION	APPLICATION
COMINCO LTD.	DIVIDEND NOTICE
COMINCO LTD.	DIVIDEND NOTICE
COMINCO LTD.	PRESS RELEASE
COMINCO LTD.	PRESS RELEASE
COMINCO LTD.	CERTIF. OF MAILING
COMPUTER INNOVATIONS DISTRIBUTION INC.	IFS 26 WK SE 29 84
COMTECH GROUP INTERNATIONAL LIMITED	IFS 3 MN SE 30 84
COMTERM INC.	PRESS RELEASE
CONESTOGA BRIDGE CAPITAL CORP.	PRIVATE PLACEMENTS

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ISSUER	TITLE
CONIAGAS MINES LIMITED, THE	IFS 9 MN SE 30 84
CONSOLIDATED BARRIER REEF RESOURCES LTD.	NAME CHANGE
CONSOLIDATED CALLINAN FLIN-FLON MINES	AUD. ANN. FIN. STMT.
CONSOLIDATED CALLINAN FLIN-FLON MINES	AUD. ANN. FIN. STMT.
CONSOLIDATED CALLINAN FLIN-FLON MINES	SHRHLDRS. MTNG. MAT.
CONSOLIDATED GRANDVIEW INC.	SHRHLDRS. MTNG. MAT.
CONSOLIDATED IMPERIAL RESOURCES ENERGY	AUD. ANN. FIN. STMT.
CONSOLIDATED IMPERIAL RESOURCES ENERGY	IFS 3 MN SE 30 84
CONSOLIDATED LOUANNA GOLD MINES LTD.	IFS 6 MN SE 30 84
CONSOLIDATED RAMBLER MINES LIMITED	SHRHLDRS. MTNG. MAT.
CONSOLIDATED-BATHURST INC.	IFS 9 MN SE 30 84
CONSOLTEX CANADA INC.	CERTIFIED INTERIMS F
CONTROL DATA CORPORATION	10Q 9 MN SE 30 84
CONTROLLED FOODS INTERNATIONAL LTD.	RULING/ORDER/REASONS
CONTROLLED FOODS INTERNATIONAL LTD.	APPLICATION
COOPERATIVE ENERGY DEVELOPMENT	PRELIM. PROSPECTUS
CORE-MARK INTERNATIONAL INC.	PRESS RELEASE
CORPORATE PROPERTIES LIMITED	IFS 9 MN SE 30 84
CORRIDA OILS LTD.	PRESS RELEASE
COSEKA 81-82 OIL AND GAS PARTNERSHIP	IFS 9 MN SE 30 84
COSEKA 81-82 OIL AND GAS PARTNERSHIP	SHRHLDRS. MTNG. MAT.
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COSTAIN LIMITED	IFS 9 MN SE 30 84
COURVAN MINING COMPANY LIMITED	IFS 9 MN SE 30 84
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CRANWELL OIL COMPANY LTD.	PROGRESS REPORT #1
CROWN FOREST INDUSTRIES LIMITED	IFS 9 MN SE 30 84
CROWN LIFE INSURANCE COMPANY	CERTIF. OF MAILING
CROWNX INC.	CERTIF. OF MAILING
CURRAN BAY RESOURCE LTD.	INT. FIN. STMTS., IN
CURRAN BAY RESOURCE LTD.	CERTIF. OF MAILING
DATALINE INC.	IFS 9 MN SE 30 84
DAVIS DISTRIBUTING LIMITED	IFS 6 MN SE 29 84
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DENISON MINES LTD.	PRESS RELEASE
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DEVONSHIRE GOLD RESOURCES INC.	IFS 9 MN OC 31 84
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DOME CANADA LIMITED	IFS 9 MN SE 30 84
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DOMINION EXPLORERS LIMITED	IFS 9 MN SE 30 84
DRG INC.	IFS 9 MN SE 30 84
E-L FINANCIAL CORPORATION LIMITED	IFS 9 MN SE 30 84
ECHO BAY MINES LTD.	IFS 9 MN SE 30 84
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FALCONRIDGE ESTATE LIMITED PARTNERSHIP	VOTE RE: EXEMPTION
FCA INTERNATIONAL LTD.	REPORT, YEAR ENDED J
FCA INTERNATIONAL LTD.	PRINTED RESULTS, 3 M
FEDERAL INDUSTRIES LTD.	IFS 9 MN SE 30 84
FEDERAL PIONEER LIMITED	IFS 9 MN SE 30 84
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FLEET AEROSPACE CORPORATION	T.S.E. MATERIAL
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FORD MOTOR COMPANY OF CANADA LTD.	IFS 9 MN SE 30 84
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GARBELL HOLDINGS LIMITED	IFS 9 MN SE 30 84
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GEAC COMPUTER CORPORATION LIMITED	PRESS RELEASE

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RESOURCE SERVICE GROUP LTD.	PRESS RELEASE
REYNOLDS ALUMINUM COMPANY OF CANADA LTD.	IFS 9 MN SE 30 84

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ISSUER	TITLE
REYNOLDS ALUMINUM COMPANY OF CANADA LTD.	CERTIF. OF MAILING
RICH GROUP YELLOWKNIFE MINES LIMITED	IFS 9 MN SE 30 84
RICH GROUP YELLOWKNIFE MINES LIMITED	CERTIF. OF MAILING
RIDEAU CARLETON RACEWAY HOLDINGS LIMITED	LET. TO SHAREHOLDERS
RIVER PARK ESTATES PARTNERSHIP	VOTE RE: EXEMPTION
ROLLAND INC.	IFS 9 MN SE 30 84
ROTHMAN'S OF PALL MALL CANADA LTD.	IFS 6 MN SE 30 84
ROTHMAN'S OF PALL MALL CANADA LTD.	IFS 6 MN SE 30 84
ROXY PETROLEUM LTD.	PRESS RELEASE
ROYAL GOLD & SILVER CORPORATION	T.S.E. MATERIAL
ROYAL TRUST COMPANY	PRESS RELEASE
ROYAL TRUSTCO LIMITED	FORM 27-MAT. CHANGE
ROYAL TRUSTCO LIMITED	DIVIDEND NOTICE
ROYAL TRUSTCO LIMITED	T.S.E. MATERIAL
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RUSSELL HOLDINGS LTD.	IFS 9 MN SE 30 84
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SCOTTISH & YORK HOLDINGS LIMITED	IFS 9 MN SE 30 84
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SEAGRAM COMPANY LTD.	DIVIDEND NOTICE
SEARS ACCEPTANCE COMPANY INC.	IFS 9 MN OC 03 84
SEARS CANADA INC.	IFS 39 WK OC 03 84
SEARS CANADA INC.	PRESS RELEASE
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SENSORMATIC CANADA LIMITED	IFS 9 MN SE 30 84
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SENSORMATIC CANADA LIMITED	PRESS RELEASE
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SHAWNEE PETROLEUMS LIMITED	IFS 6 MN SE 30 84
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SIGMA MINES (QUEBEC) LIMITED	PRESS RELEASE
SILVERSIDE RESOURCES INC.	PRESS RELEASE
SILVERSIDE RESOURCES INC.	PRESS RELEASE

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SILVERTON RESOURCES LTD.	T.S.E. MATERIAL
SILVERWOOD TECHNOLOGIES LTD.	PRIVATE PLACEMENTS
SILVERWOOD TOWER APARTMENT LIMITED	VOTE RE: EXEMPTION
SLATER STEELS CORPORATION	PRESS RELEASE
SOGEPET LIMITED	IFS 9 MN SE 30 84
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SPRUCE FALLS POWER AND PAPER COMPANY,	IFS 9 MN SE 30 84
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TEJAS PETROLEUM RESOURCES LTD.	AUD. ANN. FIN. STMT.

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TORONTO CREDITS, LTD.	IFS 9 MN SE 30 84
TORONTO SUN PUBLISHING CORPORATION	PRESS RELEASE
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TRADERS GROUP LIMITED	I.F.S. (FRENCH VERSIO
TRANS CANADA GLASS LTD.	IFS 9 MN SE 30 84
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ISSUER	TITLE
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TRIZEC CORPORATION LTD.	EXEMPT FIN. NOTICE
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TURBO RESOURCES LIMITED	PRESS RELEASE
TUT ENTERPRISES INC.	FORM 27-MAT. CHANGE
UAP INC.	IFS 9 MN SE 25 84
UAP INC.	CERTIF. OF MAILING
ULTRAMAR PLC.	PRESS RELEASE
UNICAN SECURITY SYSTEMS LTD.	ANNUAL REPORT
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ISSUER	TITLE
WESTERN QUEBEC MINES COMPANY LIMITED	IFS 9 MN SE 30 84
WESTGROWTH PETROLEUMS LTD.	PRESS RELEASE
WESTLEY MINES LIMITED	PRESS RELEASE
WESTLEY MINES LIMITED	PRESS RELEASE
WESTWATER INDUSTRIES LTD.	T.S.E. MATERIAL
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CHAPTER 11

NEW ISSUE AND SECONDARY FINANCING

11.1 FINAL RECEIPTS ISSUED

11.1.1 QUEST 84 ENERGY PROGRAM LIMITED PARTNERSHIP

Quest 84 Energy Program Limited Partnership

Final Receipt issued on November 22, 1984 for a prospectus dated November 19, 1984 qualifying for sale, at $100 per unit, a minimum of 15,000 limited partnership units to net the partnership $1,350,000 and a maximum of 50,000 limited partnership units to net the partnership $4,500,000, before deducting expenses of issue.

Promoter: Quest Energy Corporation
Agent: Equion Securities Canada Limited

11.2 FINAL RECEIPTS ISSUED - SHORT FORM PROSPECTUS

11.2.1 ROYAL TRUSTCO LIMITED

Royal Trustco Limited

Final receipt issued November 21, 1984 for a short form prospectus dated November 20, 1984 filed by Royal Trustco qualifying for sale in Ontario $150,000,000 Floating Rate Debentures due December 11, 2083 at par to provide net proceeds to Royal Trustco of $148,500,000 before deducting expenses of issue.

Underwriters: Gordon Capital Corporation
Wood Gundy Inc.

11.2.2 ROYAL TRUSTCO LIMITED

Royal Trustco Limited

Final receipt issued November 21, 1984 for a short form prospectus filed by Royal Trustco Limited qualifying for sale in Ontario 1,500,000 Floating Rate Preferred Shares Series F at $100 per share to provide net proceeds to Royal Trustco of $149,100,000 before deducting expenses of issue.

Underwriters: Dominion Securities Pitfield Limited
McLeod Young Weir Limited
Merrill Lynch Canada Inc.

11.3 PRELIMINARY EXCHANGE OFFERING PROSPECTUS - FILE CLOSED

11.3.1 DUNES EXPLORATIONS CORPORATION

November 23, 1984

Dunes Exploration Corporation

The file relating to the preliminary Exchange Offering Prospectus dated July 26, 1984 has been closed pursuant to paragraph 27(1)2 of the Regulation to the Securities Act (Ontario).

11.4 PRELIMINARY PROSPECTUS WITHDRAWN

11.4.1 DONLEE MANUFACTURING INDUSTRIES LIMITED

November 21, 1984.

Donlee Manufacturing Industries Limited

The preliminary prospectus dated September 12, 1984 of Donlee Manufacturing Industries Limited has been withdrawn at the request of the issuer.

CHAPTER 12

REGISTRATIONS

12.1 REGISTRATIONS

12.1.1 SECURITIES

REGISTRATIONS
SECURITIES

INVESTMENT COUNSEL and as PORTFOLIO MANAGER

Co-Operators Investment Counselling Limited
Priory Square,
Guelph, Ontario.
N1H 6P8
(effective November 27, 1984)
New Registration

12.2 TERMINATIONS

12.2.1 COMMODITIES

TERMINATIONS
COMMODITIES

COMMODITY TRADING MANAGER

Stocom Research Trading and Investments Limited
P. O. Box 336,
Collingwood, Ontario,
L9Y 3Z7
(effective November 16, 1984)
Lapsed

CHAPTER 25

OTHER INFORMATION

25.1 TRANSFERS WITHIN ESCROW

25.1.1 CARTIER RESOURCES INC.

November 19, 1984

Cartier Resources Inc.

The Commission hereby consents to the physical transfer of all the escrowed shares of Cartier Resources Inc. and the change in escrow agent from Guaranty Trust Company of Canada to Canada Permanent Trust Company.

The said escrowed shares are to be held by Canada Permanent Trust under the same terms and conditions as originally agreed to by Guaranty Trust Company of Canada.

25.1.2 ATLAS YELLOWKNIFE RESOURCES LIMITED

Atlas Yellowknife Resources Limited

The Commission hereby consents to the physical transfer of all the escrowed shares of Atlas Yellowknife Resouces Limited and the change in escrow agent from Guaranty Trust of Canada to Canada Permanent Trust Company.

The said escrowed shares are to be held by Canada Permanent Trust under the same terms and conditions as originally agreed to by Guaranty Trust Company of Canada.

25.1.3 HELIX CIRCUITS INC.

Novemberr 27, 1984

Helix Circuits Inc.

From	To	No. of Shares
Helix Investments Limited	600574 Ontario Limited	1,700,000

25.2 RELEASE FROM ESCROW

25.2.1 GOLDEN CARIBOU EXPLORATIONS INC.

November 21, 1984

Golden Caribou Explorations Inc.

The Commission hereby consents to the pro rata release of 250,000 escrowed shares of Golden Caribou Explorations Inc.

25.3 PLEDGE OF ESCROWED SHARES

25.3.1 OMNIBUS COMPUTER GRAPHICS INC.

October 26, 1984

Omnibus Computer Graphics Inc.

The Commission hereby consents to the pledge by Omnibus Group Inc. to 490089 Ontario Inc. of 590,000 escrowed common shares of Omnibus Computer Graphics Inc. (the "Subject Shares") and to the pledge by 490089 Ontario Inc. to the Canadian Imperial Bank of Commerce of the Subject Shares on the condition that Omnibus Group Inc. is the owner of record and the beneficial owner of the Subject Shares and that any transfer of the Subject Shares requires the prior written consent of the Commission.

25.3.2 BAXTER TECHNOLOGIES CORPORATION

October 30, 1984

Baxter Technologies Corporation

The Commission hereby consents to the pledge by The JaunTy Corporation to First Arbax Corporation Ltd. of 3,173,000 escrowed common shares of Baxter Technologies Corporation (the"Subject Shares") on the condition that The JaunTy Corporation is the owner of record and the beneficial owner of the Subject Shares and that any transfer of the Subject Shares requires the prior written consent of the Commission.

25.4 PROMOTERS' SHARES

25.4.1 DOVERCLIFF MINERALS LTD.

October 3, 1984

Dovercliff Minerals Ltd.

The Commission consents to an extension to September 12, 1989 of the time of redemption of the 500,000 promoter's shares now held by Mr. Carl Bischoff.

25.4.2 VEDRON LIMITED

October 17, 1984

Vedron Limited

The Commission consents to an extension to March 31, 1985 of the time of redemption of the 365,461 promoter's shares of Vedron Limited currently held by La Prairie Ltd.

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